

Board of Governors

Minutes of the meeting held on 24 May 2023

Present

Geoff Donnelly (Chair), Dayo Adedapo to item 60/23, Zoe Boyer, Andy Burman, Sue Dutton, Beth Garrett, Matthew Hanmer, Richard Horsley, Harriet Jones, Anne-Marie Kilday, Deborah Parker, Ivna Reic, Jon Scott, Michelle Teo, Vikramaaditya, Suzy Wallace, Paul Wood

Apologies

Shiv Kaushike

In Attendance

Janet Baines (Interim Director of Finance), Becky Bradshaw (Chief Operating Officer), Fajar Ajmal (SU Vice President Education Designate), Emma Finlay (Governance Assistant), Mark Hall (Interim Chief Financial Officer), Miriam Lakin (Clerk to the Board) excluding item 67/23, Tom Owen-Smith (SUMS Consulting) for item 56/23, Cathy Smith (Dean of Research, Impact and Innovation), Shân Wareing (Deputy Vice Chancellor)

52/23 Welcome, Apologies and Quorum

52.1 The Chair welcomed those present, noted apologies and confirmed that the meeting was quorate. In particular, the Chair welcomed the Dean of Research, Impact and Innovation as a guest member of the University

Leadership Team in attendance for the meeting. The Chair also welcomed Fajar Ajmal who would be joining the Board at the next meeting as a student governor and Andy Burman who had joined the Board as a new independent governor.

53/23 Declarations of Interest

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

54/23 Minutes of the meeting held on 25 March and 15 May 2023

54.1 The Board approved the minutes of the meetings held on 25 March and 15 May 2023 as true records of those meetings.

55/23 Matters Arising from the Minutes

55.1 The Board received and noted Paper A, the actions arising from previous meetings.

Minutes 55.2 to 55.12 were in the confidential section of these minutes.

Tom Owen-Smith from SUMS Consulting joined the meeting.

56/23 Draft Strategy Green Paper

56.1 The Board received and discussed Paper B, the draft strategy green paper.

56.2 The VC reported that the paper was intended to give the Board an initial sight of the draft strategy. The green paper would be reviewed by the University Leadership Team (ULT) and a formal consultation would then open, which would include consultation with the Board. Tom Owen-Smith from SUMS

Consulting reported on how the green paper had been prepared and confirmed the target dates for the consultation process:

- 5 - 16 June - green paper consultation
- 19 – 27 June - green paper revised into white paper
- 27 June - white paper approved by ULT
- 19 July - Board approve white paper
- The new strategy would be released at the beginning of 2023/24 academic year

56.3 A member noted that there was no draft KPI on graduate outcomes, which was an area of interest for the government. The DVC noted that there was a lag in data which could produce unintended consequences. The DVC stated that interventions at level 4 and level 5 would be more impactful, rather than reviewing at the end. The DVC highlighted the importance of having KPIs which allowed the monitoring of milestones each year.

56.4 A member noted that environmental sustainability was not proposed as a strategic focus and was not included in the KPIs. The member asked if sustainability had been a theme from the initial consultations. The COO confirmed that a sustainability sub-strategy would be developed. The VC acknowledged that sustainability was absent from the draft strategy and stated that this may be because staff viewed sustainability as already effectively managed at the University.

56.5 A member noted that the mission stated that the University would, 'Support ambition'. She suggested that 'support' was a passive term and proposed 'foster' as a more active choice of language. She noted that the values in the strategy did not have a reference to learning.

- 56.6 A member asked whether the OfS or the DfE had any expectations that should be reflected in the strategy. The VC confirmed that financial sustainability was an expectation. She noted that some OfS regulatory requirements would be reflected in KPIs.
- 56.7 The need to include KPIs in the final version of the strategy was questioned. It was noted that the strategy was intended as an engagement tool with staff, students and the wider community whereas KPIs were an internal management tool. The VC asked if the Board had a preference about whether KPIs were included in the strategy, or in a separate document for use in the University only. The VC gave assurance that KPIs would certainly be approved and used.
- 56.8 A member noted that value for money from a student perspective was not referenced in the strategy and suggested that the University had a duty to consider the value it was delivering from a consumer point of view. The VC confirmed that there would be operational plans underpinning the overall strategy, including plans for learning and teaching, and other areas which affected the value delivered to students. The member stated that staff should be aware of value for money as an objective. It was noted that the challenge of making statements on value for money was the need to define what was meant by value for money, which could then constrain operations.
- 56.9 A member noted that there was no reference to academic partnerships and recommended that the vision for and purpose of partnerships was reflected.
- 56.10 The VC noted that points raised by the Board, both during the meeting and as part of the consultation process would be incorporated into the white paper.

Tom Owen-Smith from SUMS Consulting left the meeting.

57/23 Vice Chancellor's Report

- 57.1 The Board received and discussed Paper C, the VC's report.
- 57.2 The VC advised the Board that since writing the report, there had been a student death on campus. The cause of death would not be confirmed until a coroner's report was available, although there was no suspicion that anyone else had been involved. This was in addition to the death of Kwabena Osei-Poku who had been killed close to the campus the previous week.
- 57.3 The Board expressed their deepest sympathy to the family and friends of both students.
- 57.4 The VC acknowledged the professionalism of staff who had dealt with both incidents. She confirmed that there was counseling and support available.
- 57.5 A member asked for an update on the students apparently involved in the death of Kwabena Osei-Poku. The COO confirmed that two students had been charged and the initial court hearing was scheduled for October 2023. She confirmed that a further 12 students had potentially been involved in activities running up to and surrounding the death and were under investigation by the Police. These students had been suspended from the University on the advice of the Police.
- 57.6 The COO reported that there would be a review of campus safety with staff, students and local stakeholders and measures to improve campus safety would be implemented. The VC noted that an independent report into the death of Kwabena Osei-Poku had been commissioned to review actions taken and lessons that could be learnt from the tragedy.

- 57.7 A member asked whether the on-site police team had been involved in the investigation of the death of Kwabena Osei-Poku. The COO stated that the team had provided an initial response at high speed, and immediate measures to reduce any risk to others on campus. The investigation had progressed at pace due to the use of the on-site team. The COO stated that the team was pivotal to the campus safety strategy.
- 57.8 A member asked for the cost of the on-site police team. The COO confirmed that the University's contribution was £280k per year. The team consisted of a sergeant and five officers. Northamptonshire police funded 1.5 officers. The COO confirmed that the contract was due to be reviewed during 2024.
- 57.9 A member noted that the University had a duty of care to students and asked about the management of risks to student safety. The DVC reported on structures that were in place and being developed to support international students. This included understanding the legal position for the University's support for international students and a review of international student experience from application onwards by the Head of International Recruitment and Marketing.
- 57.10 A member asked about recent government announcements on restrictions on dependents of overseas students entering the UK and whether this would have an impact on international student recruitment. The COO noted that international student recruitment was diverse and there was potential in markets where the restrictions would have less impact. The COO agreed to circulate a summary from the Head of International Recruitment and Marketing which had looked at this question.

Action: COO

- 57.11 A member asked about the failure of the IT storage cluster on 17 April 2023. The COO confirmed that the incident had been resolved. A requirement for capital expenditure to provide greater resilience had been identified, and the expenditure had been approved within the current year budget. The CIO would provide a detailed report on the incident to the next meeting of the Infrastructure and Resources Committee. The COO acknowledged a gap in business continuity planning and stated that a reorganisation of IT roles would address this.
- 57.12 A member noted a £700k underspend in the IT budget and asked whether equipment should have been replaced sooner. The COO stated that the incident had identified a need for further work, rather than work having been identified and not carried out. Stability risks to the IT infrastructure were known and outlined in an IT strategy document presented to ULT prior to the incident. It was noted that the CIO had undertaken a complete review of IT, and this was the main reason for the underspend.
- 57.13 A member asked about UCU marking and assessment boycott. The VC reported that the University would deduct 100% of salary of staff taking part in the boycott but would make an ex-gratia payment of 75% of pay to staff who continued to mark and assess submissions made by students who were due to complete their qualifications or hold a Tier 4 visa. It was noted that a very small number of staff had indicated their intention to participate in the boycott.
- 57.14 The Chair noted that the VC had successfully completed her 9-month probation review.

58/23 Update on Partnerships

58.1 The Board received and discussed Paper D, an update on partnerships.

Minutes 58.2 to 58.10 were in the confidential section of these minutes.

59/23 Finance Report

59.1 The Board received and discussed Paper E, an overview of the University's financial position as at 30 April 2023.

59.2 The Director of Finance introduced the paper and reported that she had worked with the Chair of the Board to develop a new structure for the finance report. The report highlighted the key financial risks and variances. In future iterations, the report would include additional staff data and bond covenant compliance risks.

59.3 The Chair noted the importance of all Board members understanding the financial position of the University as financial sustainability was a Board responsibility. It was noted that the Infrastructure and Resources Committee and University Leadership Team would continue to receive the full version of the management accounts.

60/23 Students' Union Report

60.1 The Chair confirmed that a paper had not been submitted for this meeting, but that future agendas would include an item from the SU.

Dayo Adedapo left the meeting.

61/23 Report from Dean of Research, Impact and Innovation

- 61.1 The Board received and discussed Paper G, a report on the current successes and key challenges for research, impact and innovation at the University. The Dean of Research, Impact and Innovation (DRII) introduced the paper.
- 61.2 A member noted that the target for publications in high-ranking journals was the right one but could make the number of published papers low, and asked about the balance between these. The DRII agreed that this was an issue. She confirmed that for the Research Excellent Framework (REF), staff could submit five outputs over a seven-year period and therefore quality rather than quantity was targeted, which was a change from the previous focus.
- 61.3 The DRII gave a presentation on open research at the University. She stated that open research was a government initiative which fit the University's ethos as it helped to ensure that research which was publicly funded had public benefits. She reported that the University had invested in PURE, an online research explorer. There were around 10,000 downloads of the University's research a month across the world. PURE also publicised research facilities and equipment, which generated applications to hire.
- 61.4 A member noted that verification of research had a cost but was a worthwhile investment to protect the reputation of the University. The DRII agreed with this and stated that an additional post had been requested to support this activity.
- 61.5 The VC commented that the presentation mirrored the new University strategy which included a new emphasis on research.
- 61.6 A member asked about the ratio of staff to students doing research. The DRII confirmed that all the research data was from staff. Students could not be

submitted to the REF, although they did have opportunities to participate in research. For example research could involve PhD students.

62/23 VC's draft personal objectives for 2023-24

- 62.1 The Board received and discussed Paper H, the VC's draft objectives for 2023/24. It was noted that the Remuneration Committee had responsibility for ensuring that the objectives were SMART and for their final approval.
- 62.3 A member asked how the objectives were linked to the broader University objectives. The VC noted that the objectives were aligned to the themes of the strategy and the KPIs.

63/23 Reappointment of governor

- 63.1 The Board received and discussed Paper I, a request to ratify the reappointment of Jon Scott as an independent governor.
- 63.2 The Board approved the reappointment of Jon Scott for a further three-year term of office as independent governor from 1 March 2023 to 28 February 2026.

64/23 Appointment of academic staff governor

- 64.1 The Clerk reported that the members of Senate had been asked to participate in an election. Two candidates had come first with an equal number of votes. The Clerk had therefore opened a second round of voting. The Board would be asked to approve the appointment of a new staff academic governor once the second round vote had closed on 30 May.

65/23 Appointment of Student Governors

- 65.1 The Board received and discussed Paper K, a request to approve the appointment of Fajar Ajmal and Bhavya Mohan as governors of the University.
- 65.2 The Board approved the appointment of Fajar Butt and Bhavya Mohan as governors of the University with a term of office from 1 July 2023 until they ceased being sabbatical officers of the SU.

66/23 Appointment of Independent Governor

- 66.1 The Chair of the Nominations and Governance Committee reported that interviews had taken place that morning for a new independent governor with legal skills. A preferred candidate had been identified and the Board would be asked to approve the appointment by email.

The Clerk left the meeting.

67/23 Clerk role

- 67.1 The Board received and discussed Paper L, which addressed the proposed practical arrangements arising from the Board's approval in principle to appoint the Clerk to the new role of Associate Director of Governance, Compliance and Risk and to introduce dual executive and Board reporting for the role.
- 67.2 The COO confirmed that the role would not be managed solely by the executive and the clerk element of the role would sit with the Board.
- 67.3 A member asked about the mechanism for managing conflicts of interest. The COO confirmed that the Performance and Development Review process would include both line managers. There would be the opportunity to review

how dual line management was working in practice. If the Board decided that there were issues with dual line management, there would be the opportunity to raise issues with the Chair of the Board.

- 67.4 The Chair noted that Board members had made several comments about the specific matters in the paper, which would now be considered and incorporated into a final version to be presented to the next meeting.

Action: COO

68/23 Draft meeting dates for 2023-24

- 68.1 The Board received and approved Paper M, the draft Board and committee meeting dates for 2023-24.

69/23 Forward Agenda Plan

- 69.1 The Board received and discussed Paper N, the agenda plan for the next Board meeting.
- 69.2 The Clerk agreed to add a paper on the senior staff reorganisation. It was reported that two further weeks were being taken to review the feedback received on the reorganisation proposal before finalising it.

70/23 Any Other Business

Student Governors

- 70.1 As it was their final meeting, the Board thanked Beth Garrett and Zoe Boyer for their significant contribution to the Board and wished them well for the future.

71/23 Availability of Papers

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

Paper B – Strategy Green Paper

Paper C – VC’s Report

Paper D – Update on Partnerships

Paper E – Period 9 Management Accounts

Paper H – VC’s Draft Personal Objectives 2023-24

Paper L – Role and Reporting Line of Clerk to the Board

Paper N – Forward Agenda Plan

72/23 Dates of Forthcoming Meetings

Remuneration Committee – 7 June, 3pm – 4.30pm, Senate 405

Nominations and Governance Committee – 7 June, 4.45pm – 6.15pm, Senate 405

Audit and Risk Committee – 8 June, 3pm – 5pm, Senate 401

Infrastructure and Resources Committee – 15 June, 3.30pm – 5.30pm, Senate 405

People, Culture, Quality and Standards Committee, 29 June, 3.30pm – 5.30pm,
Senate 404

Board meeting - 19 July, 4pm – 7pm, T-Pod A



Approved by Chair

19/07/2023

Date