


Board of Governors minutes

Notes for signers Following this morning's meeting please sign the last page of the minutes for our records- thank you.

Organiser Nikki Le Faou

Signers Mark Anderson Pending

Documents for Signature

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1. Meeting Minutes of 112th Meeting of the Board of Governors (January 2021)

112th Meeting of the Board of Governors
MS Teams
Thursday 21 January 2021, 10:15 AM — 12:00 PM GMT

Present:	Lynn Dobbs Baron Anyangwe Cathy McCabe Harini Iyengar Margaret Farragher Mark Anderson Renarta Guy Rolande Anderson Shefaly Yogendra Tim Cochrane Rosemary Benson Tricia Croasdell Chrystalle Margallo Frances Trought Rohin Aggarwal	Vice Chancellor Independent Governor Independent Governor Independent Governor Independent Governor Chair of the Board Independent Governor Independent Governor Independent Governor Independent Governor Staff Governor Independent Governor Student Representative Independent Governor Independent Governor
Also present:	Eugene McCrossan Gary Davies Don MacRaidl Donna Whitehead Nikki Le Faou Urmi Dutta- Roy Zainab Khan Mark Ellul Amy Rogerson	Chief Finance Officer Pro Vice Chancellor for Student Recruitment and Business Development Pro Vice Chancellor for Research and Knowledge Exchange Deputy Vice Chancellor Interim Clerk to the Board Board Apprentice PVC Outcomes and Inclusion Consultant Head of the Vice Chancellor's Office
Apologies:	Anders Krohn Cecile Tschirhart	Independent Governor Academic Governor

1 Welcome, Apologies, Announcements and Declarations of Interest

Apologies had been received from Independent Governor Anders Krohn and Academic Governor Cecile Tschirhart.

Independent Governor Rohin Aggarwal had provided advanced notice that owing to a clash of commitments, he would leave the meeting at 11:25.

Independent Governor Mark Anderson declared an interest as a non-executive Director of Higher Education Partnerships and as a fellow of Hughes Hall, University of Cambridge and Independent Governor Tim Cochrane declared an interest as his wife was a partner at EY.

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1.1 Minutes of 26 November 2020 Board meeting

For Approval - Presented by Mark Anderson

The Board approved the minutes of the 26 November meeting as a correct record.

1.2 Matters arising not covered elsewhere

For Noting - Presented by Nikki Le Faou

There were no matters arising.

2 Board and Committee membership- Audit Committee

For Approval - Presented by Nikki Le Faou

Independent Governor Shefaly Yogendra declared an interest as she had introduced [REDACTED] to the University, following the initial introductions, she had removed herself from the recruitment process. s.40(2) FOIA - personal information

The Board of Governors considered a proposal for the appointment of a coopted member of the Audit Committee, following initial discussions with the candidate and on the recommendation of the Governance Committee. The Board recognised [REDACTED] cybersecurity specialism and noted that the proposal represented a good example of using the coopted committee member positions to add to the Board of Governors' skill set. s.40(2) FOIA - personal information

Conclusions

The Board approved the appointment of [REDACTED] as a coopted member of the Audit Committee for a three-year term with immediate effect, subject to the completion of due diligence checks. s.40(2) FOIA - personal information

3 Vice Chancellor's reports

For Noting - Presented by Lynn Dobbs

The Board considered the Vice Chancellor's update report. The key points were highlighted as follows:

Sector developments:

- Following initial messaging from the Department for Education and subsequent national lockdown as a result of the continuing Covid-19 pandemic, universities in England had been required to limit the amount of face-to-face teaching.

- There was significant pressure on Government and on some individual Universities to partially refund tuition fees while face-to face teaching remained suspended. The matter was complicated by the fact that online teaching was not cheaper to deliver. It was confirmed that the University was modelling the possible financial impact this may have.

- The Department for Education was planning a package of announcements in January on post-18 education reforms, including an interim response to the Augar Review.

University developments:

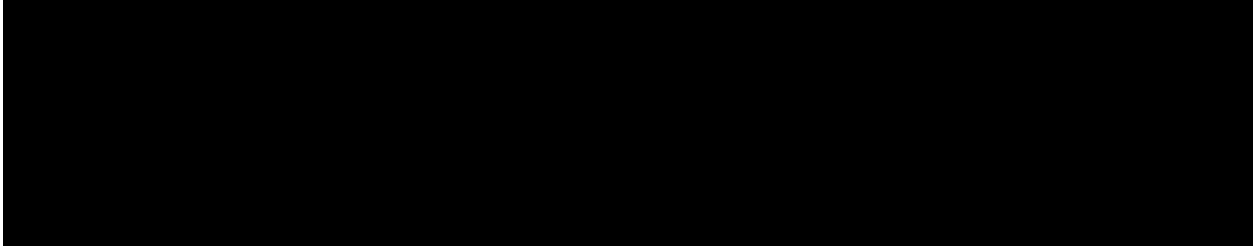
Students had been given extensions on all coursework deadlines and were able to apply for mitigating circumstances if they required longer, or would like to attempt coursework at a later date. The Board

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were advised that the University had increased its spending on electronic resources in the library and continued to supply equipment to students depending upon need. The University had also increased the support available to students via the hardship fund and had increased its mental health support offering.

University Secretary role:

A proposal setting out next steps in relation to the recruitment of the permanent University Secretary would be submitted to the March meeting of the Governance Committee. In accordance with the decisions previously taken by the Board to extend interim arrangements for the remainder of the academic year, Nicola Le Faou would be appointed as the Secretary on Companies House until a permanent appointment was made.



s.31(1)(a)
FOIA -
prevention
or
detection
of crime

Partnerships:

- The University had received approval from UKVI for its partnership with the Education Centre of Australia (ECA), allowing the University to commence student recruitment to its joint pathway college.

Conclusions:

The Board of Governors noted the Vice Chancellor's general report.

4 Student Governor's Report

For Noting - Presented by Chrystalle Margallo

The Board of Governors received the Student Governor's report, which is a standing item.

The Student Union President highlighted that: the SU continued to deliver training, activities and events exclusively online; 255 Student Representatives had completed the online training, refresher training would be delivered for students commencing their studies in February; the Students' Union accounts provided to the Board within the agenda pack as unsigned, had been signed off ahead of the meeting, and; the 2021 SU elections were due to take place in March - it was expected that turn out would be lower given that physical campaigning could not take place as a result of the pandemic.

The Board requested that the next iteration of the Student President's report be drafted to include details of the budget allocations for the paid student representative roles as detailed in appendix A to the report.

Conclusions

The Board of Governors noted the update report.

5 Finances

5.1 Financial Management Report

For Noting - Presented by Eugene McCrossan

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The Board considered a report which presented the University's management accounts for the first four months of the financial year to 30th November 2020. It was noted that at this early stage of the year, driven by the strong student recruitment in Semester one and performance by franchise partners, the University was performing well against its financial targets. The University's cash balances at the end of November 2020 were £72m, which was broadly in line with the phased budget. It was highlighted that the income and expenditure account was better than budget.

It was highlighted that the non-pay cost position was relatively positive, the Board noted that savings made as a result of Covid-19 had been reallocated to areas where additional spending was required as part of the University's response to the pandemic.

Conclusions

The Board noted the November 2020 Financial Management Report.

5.2 Annual Financial Return 2020 (incl. 5 year financial forecast)

For Approval - Presented by Eugene McCrossan

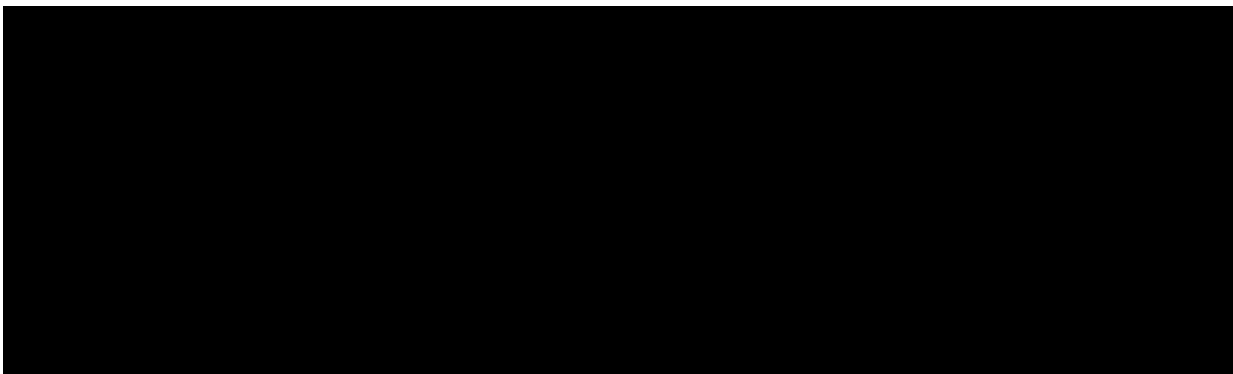
The Board of Governors considered a report which presented the Annual Financial Return for 2020. As a result of formatting issues within the agenda pack, the return had been provided separately to the Board in Excel format.

The Office for Students required Board approval of the return prior to its initial submission on 1 February 2021. The final submission date was 1 March 2021, with Vice Chancellor sign off to take place by 8 March 2021 as the accountable officer.

As part of the Annual Financial Return, the University was required to submit the following evidence via the OfS portal:

- Audited full financial statements
- Annual Financial Return workbook
- Commentary in relation to the annual financial return workbook
- the management letter from the provider's external auditor.

In presenting the return it was noted that the University was predicting that it would break-even on income and expenditure this financial year, a year ahead of the target set in the Strategic Plan. The Board highlighted that this prediction represented outstanding performance in any circumstances, but particularly in the light of the context of the Covid-19 pandemic.



s.43(2) FOIA
- commercial
interests

Conclusions

The Board approved the Annual Financial Return 2020 for submission to the Office for Students and authorised the Vice Chancellor to sign it.

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5.3 Annual TRAC return

For Approval - Presented by Eugene McCrossan

The Board considered a report which presented the annual TRAC return for submission for the Office for Students ahead of the 31 January 2021 deadline.

The University had established a TRAC Oversight group (chaired by Professor Don MacRaild, Pro Vice Chancellor Research and Knowledge Exchange) to provide governance and quality assurance by offering independent challenge to those compiling the return, in order to reduce the likelihood of material errors and to review the quality of the assumptions and reasonableness of cost allocations and drivers. The Office for Students had requested additional information to capture the effect that Covid-19 had had on Universities, and any resulting impact on the TRAC return. The TRAC oversight group, in consultation with the Heads of School, agreed that the University's proactive early response to the pandemic meant that there had been no material impact on the University or the figures reported in the return.

Conclusions

The Board approved the TRAC return for 2019/20 for submission to the Office for Students and noted the statements the Vice Chancellor would be asked to confirm when signing off on the submission.

5.4 Student Numbers update

Oral update - Presented by Gary Davies

The Board of Governors received an oral update on the student numbers position. The Board continued to receive regular updates by email as the recruitment position continued to develop.

Conclusions

The Board noted the update.

6 Centre for Equity and Inclusion update

For Noting - Presented by Zainab Khan

The Board considered a report which presented an update on the work of the Centre for Equity and Inclusion. The key points were highlighted as follows:

Access and Participation:

The Centre had undertaken an audit of APP activity. Work in this area now focused on supporting interventions that are grounded in evidence. The team were working with academic leads to develop their evaluation practice. Monitoring processes had been established for all centralised APP activity and would be extended to Schools in due course.

Race Equity Strategy:

The Board were advised that a staff and student consultation exercise was underway on the proposed action plan that will translate our vision for race equity into reality. It was confirmed that 'cultural readiness' and staff development work would be undertaken following the publication of the strategy. The Board were advised that mechanisms were under development to monitor and test changes to the University's culture.

Islamophobia report:

The results of the first internal enquiry conducted by the Centre had been published in early January

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2021. The Board would be kept updated with the results of future enquiries and reports prepared by the Centre.

The Board noted that guidance on Safeguarding reporting had been strengthened in recent months. Links to the revised process detailed on the University's website would be circulated to Governors by email and an update report on Safeguarding added to the Board's forward plan.

Conclusions

The Board noted the update from the Centre of Equity and Inclusion.

7 Any Other Business and Close

The Chair of the Board advised that additional provisional meeting dates would be set to enable to Board to respond to any urgent matters during the Covid-19 pandemic.

The Board requested that sessions for meeting with Heads of Schools and key PSD heads be scheduled.

Update on actions from January 2021 Board of Governors meeting

Item	Paragraph	For action by who	By when	Update on action
Student Governor's report	The Board requested that the next iteration of the Student President's report be drafted to include details of the budget allocations for the paid student representative roles as detailed in appendix A to the report.	Student Union President	March Board of Governors meeting	SU reminded of action ahead of the deadline.
Centre for Equity and Inclusion update	Links to the revised process detailed on the University's website would be circulated to Governors by email and an update report on Safeguarding added to the Board's forward plan	PVC Outcomes and Inclusion	TBC	Update report be added to the Board's forward plan

