

**Board of Governors
29 January 2015**

**Minutes of the 73rd meeting of the Board of Governors
held on Thursday 29 January 2015 (5.00pm – 6.45pm)**

- Present**
- Clive Jones, Chair
 - Professor Kathy Castle
 - Mr Emir Feisal
 - Mr Rob Hull, Vice-Chair
 - Mr Anthony Millns
 - Ms Ann Minogue, Vice-Chair
 - Mr Daleep Mukarji
 - Mr Obie Opara, President, Students' Union
 - Professor John Raftery, Vice Chancellor
 - Dr Cathy Sullivan
 - Professor Dianne Willcocks
- In attendance**
- Paul Bowler, Deputy Chief Executive
 - Ms Lynn Burke, Director, Office of Institutional Effectiveness
 - Mr Peter Garrod, University Secretary and Clerk to the Board
 - Professor Peter McCaffery, Deputy Vice-Chancellor
 - Ms Pam Nelson, Director of Finance
 - Ms Siobhan O'Donoghue, Assistant University Secretary
 - Dr Christopher Sarchet, Director, Strategic Programme Office
 - Mr Jonathan Woodhead, Executive Officer, Vice-Chancellor's Office

Welcome, Apologies and Announcements

Oral

1. The Chairman welcomed Governors and attendees to the meeting.
2. Apologies had been received from Governors Maureen Laurie and Michael Murphy.

Declarations of Interest

Oral

3. There were no declarations of interest.

Minutes of the last meeting and Matters Arising

BG 73/3.1

4. The minutes of the last Board of Governors meeting held on 27 November 2014 were **approved** as a correct record.
5. The Board **noted** the updates on actions from the last meeting that were not dealt with elsewhere on the agenda. All matters had been dealt with or were in hand:
 - a. Item 5.1, Matters Arising from 25 September 2014 meeting (Report on Student Complaints): **A report covering student complaints, discipline, appeals and other regulatory processes for 2014-15 would be submitted to the Academic Board in the first instance and then be considered by the Board of Governors at a meeting in autumn 2015.**

ACTION: Deputy Vice Chancellor

- b. Item 7.1, Student Governor's General Report (Calcutta House): The Deputy Chief Executive reported that an initial meeting with the Students' Union (SU) General Manager to discuss the SU's requirements at Calcutta House had taken place on 15 December 2014. A schedule of further meeting dates had been established to which all stakeholders, including the SU, had been invited.

Minutes of the Board's Strategy Day

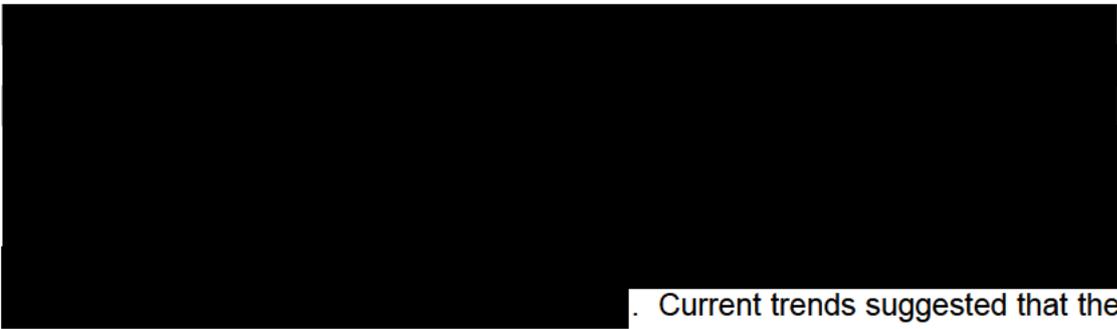
BG 73/3.2

6. The minutes of the Board of Governors' Strategy Day held on 15 December 2014 were **approved** as a correct record, subject to amending the attendance list to reflect that Professor Dianne Willcocks had sent apologies and had not been in attendance.

ACTION: University Secretary

Vice Chancellor's General Report to the Board and Vice Chancellor's Report to HEFCE and the Board

BG 73/5.1 and BG 73/5.2

7. The Board agreed to consider the Vice Chancellor's general report and the quarterly report to HEFCE as part of the same discussion.
8. 

s.43(2) FOIA - commercially sensitive

. Current trends suggested that the assumptions underpinning the financial forecasts, which had been approved by the Board in July 2014, needed to be revisited. Revised five-year forecasts had

been commissioned and would be available by the meeting of the Finance and Resources Committee on 5 March 2015. **The Vice Chancellor would discuss any implications with the Chair of the Board, the Chair of the Finance and Resources Committee (FRC) and the Vice Chairs, once this information was available and resistance testing had taken place.**

ACTION: Vice Chancellor

9. In terms of the impact on the University's Strategic Plan, the Vice Chancellor confirmed that, until more definite information was available, it would be prudent to defer publication of the White Paper, which had been scheduled originally for 10 February 2015. The University would manage carefully the messages around the delay. The intention was still to have a new Strategic Plan approved by the Board at its final meeting of the academic year in July 2015.
10. Campaigns: In response to feedback from students, the University had committed resources to two initiatives: extended library opening times equating to an additional 735 hours; and improved maintenance of toilet facilities. The Board commended the investments, and noted that the impact of the extended library opening times would be monitored closely, both in terms of overall access to the library and also what facilities were being used. The investments would be advertised across the University sites during the NSS period.
11. School programmes and outreach: Since 2012, the University has been working in partnership with the Royal Institution on a programme of engineering and maths master-classes for students from local schools and colleges. On 24 January 2015, the University hosted the first of this year's 'Master-classes in Mathematics', part of a series of six weekend workshops for Year 12s. The event had been well attended and was considered a great success.
12. Counter-Terrorism and Security Bill and Prevent duty: The University had submitted a response to the Governments' consultation on its draft *Prevent* duty guidance for specified authorities.
13. Staff Well-being: The Stress and Well-being task group, which was set up in response to the Health and Wellbeing survey, had established a number of focus groups that would run in the stress 'hot spots' revealed by the survey. Some useful additions were also being made to the University's Employee Assistance Programme. Both initiatives would be advertised to all staff.
14. 

s.43(2) FOIA - commercially sensitive

15. Staffing Matters: In response to a Governor's query, the Vice Chancellor updated the Board on the protest campaign against the University's employment of a member of teaching staff in the School of Criminology.
16. The Board **received** the Vice Chancellor's report to the Board and **received** the Vice Chancellor's report to HEFCE and the Board.

Student Governor's General Report to the Board

BG 73/6.1

17. The Student Governor introduced his general report to the Board, highlighting the following issues:
 - a. The Charity Commission had visited the Students' Union (SU) on 26 January 2015 as one of ten Students' Unions selected at random. The Student Governor thanked Rob Hull, who was also a Trustee of the Students' Union, for his support and assistance during the Charity Commission's visit. The Commission had raised a small number of minor issues but had indicated that a further visit would not be necessary.
 - b. To date, the SU had trained over 170 Student Academic Representatives (StARs) and hoped to reach its target of 200 through the additional training sessions that had been arranged.
 - c. There had been almost 900 responses to the SU's 'Christmas Wishes' campaign. Students' main 'wishes' for the new year included extended library hours; improvements to the quality of tutorials and lectures; and improved social spaces.
 - d. The Student Governor thanked the Vice Chancellor for his support and interest in the SU's work on developing its media channels – the Verve radio station and magazine. A 'good news' section had been added to the SU newsletter.
 - e. The SU had played an important part in the development of the Strategic Plan Green Paper, receiving over 400 responses to its peer-led clipboard research project.
 - f. The Student Governor clarified that the SU had no concerns regarding consultation on the Calcutta House development. The SU was also looking forward to working with Campus Services on sports development, in response to feedback received during the Green Paper consultation.
18. The Board **noted** the Student Governor's general report.

Student Union General Election

BG 73/6.2

19. The Student Governor presented the Students' Union Election Regulations and associated Bye Laws for approval by the Board. The regulations and Bye Laws had been reviewed and amended in order to address concerns that were raised in 2013-14; and to reflect recent discussions of the Trustees, Executive and the

Elections Committee and conversations with the Secretary's Office. The main changes were summarised in the report, with the full regulations attached as an appendix.

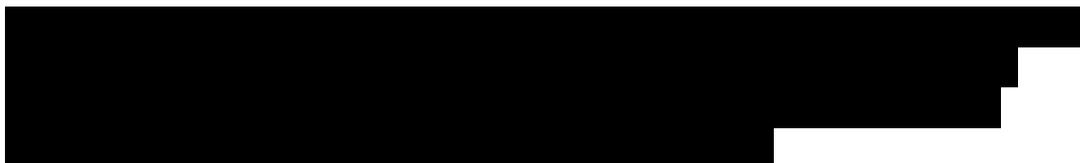
20. The Board noted that the Secretary's Office had also reviewed the proposed changes and had not considered there to be any issues with regard to the University's responsibilities under the Education Act 1994.
21. In considering the draft regulations, a Governor suggested that, as a courtesy to teaching staff, a provision could be added specifying that reasonable notice should be given of candidates' intentions to use University meetings, lectures or events to campaign or canvass, in order to minimise the impact on planned lessons and teaching time.
22. The Board **approved** the Election Regulations and associated Bye Laws.
23. The Student Governor also sought the Board's approval of the appointment of Alison Chappell (NUS) as Returning Officer (with day to day support from Rob Griffiths (NUS)), following the departure from the NUS of Emma Powell, who had served as Returning Officer for the last three elections.

The Board **approved** the appointment of Alison Chappell as Returning Officer.

Allocation of Teaching Hours in the Faculty of Social Sciences and Humanities BG 73/7.1

24. At its September 2014 meeting, the Finance and Resources Committee (FRC) commissioned an analysis of the number of teaching hours required and how this was provisioned within a faculty. The Deputy Vice Chancellor now presented the findings of the analysis, which had used the Faculty of Social Sciences and Humanities (FSSH) as an illustrative example.
25. The analysis had used Formal Scheduled Teaching (FST) hours as the measure of teaching hours. FST included classroom teaching activities and other scheduled interaction with students, such as dissertation and project supervision. FST did not cover preparation for teaching, assessment, academic management, or scholarly activity.

26.



s.43(2) FOIA - commercially sensitive

27. Potential options for improving efficiency included making changes to the proportion of teaching delivered by certain grades in order to reduce costs, for example, increased delivery of teaching by Hourly Paid Lecturers (HPLs), which were the most cost-efficient means for delivering FST alone. HPLs accounted for approximately 18 per cent of current teaching delivery in FSSH. Other options could be to increase the average amount of FST per academic, or introduce contractual changes or new contracts to add greater flexibility to the current staffing model.

28. A Governor expressed concern about the tone of the report and the lack of context or supplementary information, which would be helpful to determine next steps. It was suggested that FST did not take into account the full range of academic tasks and academic leadership, and that the report could be seen as advocating 'casualisation', through an increased reliance on HPLs. The University should question whether this was in line with its strategic priorities.
29. In response, it was explained that the analysis of teaching hours was just one of a range of ways of assessing efficiency within faculties. The report was not suggesting that a greater reliance on HPLs was the best option; rather that it was the cheapest option. It was important not to stereotype the use of HPLs; in some faculties, HPLs had been used successfully to deliver excellent outcomes.
30. The Vice Chancellor assured the Board that the illustrative FSSH data would be considered in more detail and in conjunction with other material, including the Tribal financial performance benchmarking data, at the Finance and Resources Committee meeting on 5 March 2015. The Tribal data, which had been received that week, was in the process of being analysed. Initial headlines, however, reinforced the view that the University's costs were too high relative to its income. Taken alongside other factors such as student satisfaction and retention rates, the picture was quite stark. Some areas of the institution needed to be re-engineered. Activities that did not generate revenue or add value needed to be challenged and minimised.
31. Given the progress that had been made recently in engaging positively with faculties, the Board encouraged any next steps to be taken in the spirit of open and constructive dialogue and consultation.
32. The Board looked forward to the results of the FRC's investigation and strategic analysis and welcomed the opportunity to discuss the issues further at its next meeting. It was suggested that, in the meantime, **it would be useful for the Tribal benchmarking data to be circulated to all Board members.**

ACTION: University Secretary

33. The Board **considered** the report on the allocation of teaching hours in the Faculty of Social Sciences and Humanities.

[Secretary's note: an additional Board meeting was subsequently scheduled for 23 March 2015 to brief the Board fully on the revised financial forecasts and the Tribal benchmarking analysis, and to consider actions in response.]

Met2020

BG 73/7.2

34. The Deputy Vice Chancellor introduced the regular update on the Met2020 project. Since the last Board meeting in November 2014, bids from the fifth round had been evaluated by the Met2020 Business Approval Panel, resulting in two further projects being approved. These related to outreach and marketing activities and an online course-finder tool for prospective applicants. The Deputy

Vice Chancellor reported that the 'Boilerhouse' project was on hold, pending the development and approval of the University's Strategic Plan. This was a significant project and the Board agreed that it was sensible to take this pause.

35. Following the departure of the Met2020 Project Manager on 30 January 2015, the Board noted that support for the project would be picked up by the Strategic Programme Office.
36. The Board **noted** the update report on Met2020.

Risk Management

BG 73/8.1

37. The Board of Governors received the regular report on management of risk at the University, following the most recent meeting of the University's Risk Committee on 7 January 2015. The Committee had considered the latest Corporate Risk Register and had agreed that no changes were required to the risk likelihood of any of the ten corporate risks (CRs) and that there were no new emerging or environmental risks. The Board noted the specific updates to risks set out in the report.
38. The Audit Committee would consider a detailed Risk Management report at its next meeting on 17 February 2015.
39. The Board **noted** the risk management report.

Scheme of Delegation

BG 73/9.1

40. In response to recommendations made as part of the 2013/14 Board Effectiveness Review around clarification of roles and responsibilities, a Scheme of Delegation (the Scheme) had been drafted. The Scheme defined the responsibilities of the Board of Governors; its sub committees; the Academic Board; the Vice Chancellor; the Executive Group and Senior Staff.
41. A draft of the Scheme had been presented to the Board for review and comment at its meeting in November 2014 and the University Secretary now presented the final version for the Board's approval. It was noted that the Scheme and other governance documents, including Board Regulations, Financial Regulations and Committee Terms of Reference, would be cross-checked against each other.
42. As a 'living document', the Scheme would need to be amended from time to time in order to reflect changes to the University's governance. Such changes to the Scheme would be recommended to the Board by the Governance Committee or the Finance and Resources Committee following review.
43. The Board **approved** the Scheme of Delegation.

44. The University was required to issue and maintain a Freedom of Speech Code of Practice, setting out how it discharged its duty to ensure freedom of speech within the law with respect to events held on University premises.
45. The University's Code of Practice (the Code), which was last updated in 2012, had been reviewed by the University Secretary's Office and an amended version was now presented to the Board of Governors for approval. The University Secretary drew attention to the following points:
 - a. The majority of the proposed amendments were to clarify, or draw attention to, existing procedures that should be followed.
 - b. The updated Code reflected that it also extended to third party organisation using University premises.
 - c. The proposed amendments had been made in consultation with the Students' Union and also reflected the advice of the University's legal advisors and the local Higher Education Prevent Coordinator.
46. The Board noted that the Government was currently consulting on statutory guidance under the Counter Terrorism and Security Bill, which, once finalised, could potentially impose further legal obligations on universities in terms of countering extremism. Although the Code as amended complied with current legislation, it would be reviewed further once the statutory guidance had been finalised. At the request of a Governor, it was agreed that **the Board would be consulted on any further amendments that arose in response to government-imposed controls**, and that a watching brief should be kept in this area.

ACTION: University Secretary

47. The Board welcomed the amended Code, noting that it was compliant with good practice and was more robust than the Codes at many other universities. It was also noted that the Charity Commission, as part of its visit to the Students' Union, had also endorsed the University's approach to, and awareness of, issues around Freedom of Speech.
48. A Governor's queried the extent to which staff could be expected to ensure a meeting or event would take place in accordance with the obligations in the Code – specifically, have details of external speakers and their affiliations. In response, the Vice Chancellor stressed the need for all individuals to be aware of their responsibilities and obligations and to ensure due diligence: the University was simply not in a position where it could afford not to do so.
49. The Board **approved** the amended Freedom of Speech Code of Practice.

Remuneration Committee meeting report

BG 73/10.1.1

50. The Board **received** the report of the Remuneration Committee meeting held on 27 November 2014, which summarised the Committee's recommendations to the Board for approval and other issues that the Committee wished to bring to the attention of the Board.
51. The main issues that had been discussed by the Committee were a review of proposed objectives for 2014-15 for the Vice Chancellor and senior staff; the remuneration of senior staff and staff on spot salaries; the performance of senior staff against 2013-14 objectives; and the Committee's Terms of Reference (see BG 73/10.1.2).

Remuneration Committee Terms of Reference

BG 73/10.1.2

52. The Board **approved** the updated Remuneration Committee Terms of Reference, following review by the Committee at its meeting on 27 November 2014.

Any Other Business

Oral

Retirement of Professor John Gabriel

53. The Board noted that Professor John Gabriel, Dean of the Faculty of Social Sciences and Humanities, had retired after 17 years of service. Governors joined staff in paying tribute to Professor Gabriel's contribution to the University, and asked that the Board's appreciation and warmest wishes be recorded formally and passed to him. **On behalf of fellow Governors, the Chair of the Board of Governors would write to Professor Gabriel.**

ACTION: Chair of the Board of Governors

54. There were no further items of business.

Dates of Future Meetings

Oral

55. The Board **noted** the dates of future meetings of the Board of Governors:
- 16 April 2015, 17.00-19.00
location tbc
 - 4 June 2015, time tbc: Strategy Day
 - 2 July 2015, 17.00-19.00
location tbc
 - 8 October 2015, 17.00-19.00
location tbc
 - 26 November 2015, 17.00-19.00
location tbc
 - 17 March 2016 (with AGM), 17.00-19.00
location tbc
 - 5 May 2016: Strategy Day
 - 30 June 2016, 17.00-19.00
location tbc

Siobhan O'Donoghue
February 2015

Item	Para / Action	For action by	To be actioned by when	Update on action (as at XX.XX.15)
BG 73/3.1 Minutes of 27 November 2014 meeting	Para 5a) A report covering student complaints, discipline, appeals and other regulatory processes for 2014-15 to be considered by the Board of Governors at a meeting in autumn 2015.	Deputy Vice Chancellor	26 November 2015 Board of Governors meeting	
BG 73/5.1 & 5.2 Vice Chancellor's Report to the Board / HEFCE	Para 8) Vice Chancellor to discuss implications of revised financial forecasts with the Chairs of the Board and Finance and Resources Committee (FRC); and the Board Vice Chairs.	Vice Chancellor	Once financial re-forecasts are available.	
BG 73/7.1 Allocation of Teaching Hours	Para 32) Tribal benchmarking data to be circulated to all Board members.	University Secretary	As soon as practicable.	
BG 73/9.2 Freedom of Speech Code of Practice	Para 46) Board to be consulted on any further amendments required to the Freedom of Speech Code of Practice in response to government-imposed controls.	University Secretary	For consideration once the Counter Terrorism and Security Bill is enacted.	
Any Other Business	Para 53) On behalf of fellow Governors, the Chair of the Board of Governors would write to Professor Gabriel.	Chair of Board of Governors	Immediate.	