

MINUTES

BOARD OF GOVERNORS

Date:	Wednesday 21 November 2018	Time:	1500 (refreshments from 1445)
Location:	Boardroom, University House, Leek Road Campus		

Notes:

1. Items marked with an asterisk (starred items) were for information only or regarded as noncontentious.
2. Items classified as Confidential, and their subsequent minutes (highlighted here in blue), will be redacted before publication of the agenda and minutes on the University's public website.

Members		
Professor Liz Barnes	Vice Chancellor	P
Richard Cotterell	External Member	T
Tash Crump	Student Representative (President, Students' Union)	P
David Gage (Chair)	External Member	P
Kevin Gould	External Member	P
Glenn Earlam	External Member	P
John Henderson (Deputy Chair)	External Member	P
Mike Herbert	External Member	P
Cathryn Hickey	External Member	P
Doug Rouxel	Academic Staff Representative	P
Sarah Tudor	Professional Support Staff Representative	P
Jonathan Vardon	External Member	A
Scott William-Smith	Student Representative (Vice President, Students' Union)	P
Sara Williams	External Member	A
In attendance		
Ian Blachford	Chief Operating Officer and Clerk to the Board of Governors	P
Professor Ieuan Ellis	Pro Vice Chancellor – Partnerships	A
Rob Fekete	Chief Financial Officer	P
Professor Martin Jones	Deputy Vice Chancellor	P
Sue Reece	Pro Vice Chancellor – Student Experience	P
Lauren Rooke	Assistant Clerk to the Board of Governors (minutes)	P

P = Present; T = via telephone; A = Apologies; IA = In Attendance

Know Your Business (1500 – 1530)

A presentation entitled "**Staffordshire University Nursery: Performance, Impact and Ambitions**" was received from Amanda Sherratt, Head of Childcare Services.

Members commented as follows:

- Glenn Earlam asked how common it was for universities to operate their own on-site nurseries and Amanda Sherratt confirmed that this was currently the case for approximately 50 institutions.
- Liz Barnes noted that any plans for a potential new nursery building would need to be carefully thought through, and take into account distance from the department of Education, the station and other key student sites.
- Sue Reece highlighted that impact that Amanda created across the University, working as a key part of the Student and Academic Services team and forging strong relationships with student networks.
- David Gage noted that the actual value of the nursery and its activities was considerably more than the stated surplus of £58k, given its significant impact on student retention and satisfaction, and engagement activities within the community.

1 MEETING MANAGEMENT	
2501	Apologies for Absence were received from Jonathan Vardon and Sara Williams.
2502	There were no new Declarations of Interest .
2503	The Minutes of the last meeting of the Board of Governors , 20 September 2018 BG/111/01, were signed as a true and accurate record.
2504	Matters arising: <div style="background-color: black; width: 100%; height: 100px; margin-top: 5px;"></div>
2 STRATEGIC OVERVIEW	
2505	<p>The Board received a report on Strategic Developments and Organisational Performance BG/111/02 from the Vice Chancellor, covering the following areas:</p> <ul style="list-style-type: none"> • External landscape (including the current focus of the OfS; Value for Money; Brexit; the University's Strategy to 2030 and the Augar Review;) • University performance and development (including Apprenticeships; resubmission for TEF; OfS Challenge Competition; VC briefings; Celebrating Staff Success 2018; and Senior Staff appointments). <p>Members commented as follows:</p> <ul style="list-style-type: none"> • David Gage asked for clarification on accelerated degree funding and this was given by Liz Barnes, who confirmed that the University was in support of accelerated degrees and had increased its provision in this area. • Liz Barnes and David Gage highlighted the University's recent significant achievement regarding police apprenticeships, noting that the Chief Constable for Staffordshire had particularly commended Sarah Tudor's work on the bid. It was agreed that the Board's thanks would be conveyed to Professor Ieuan Ellis and the Police Apprenticeships bid team. • Glenn Earlam asked about the impact of a TEF Gold award on potential students. Tash Crump noted that parents and teachers often focused on these kind of metrics, and for the younger student demographic leaving college or sixth form, this influence was often significant. Sue Reece added that TEF was now becoming more important internationally. (It was noted that approximately 34 universities were currently graded as TEF Gold). • Liz Barnes highlighted the success of the inaugural autumn graduation ceremonies at the Kings Hall, Stoke, and of the Celebrating Staff Success 2018 event. Kevin Gould commended the inclusion of students within the event, rather than external event hosts. • David Gage extended the Board's congratulations to Rob Fekete on his new role at King Abdullah University of Science and Technology, Saudi Arabia.
3 SUB-COMMITTEE BRIEFING SHEETS AND REFERRED ITEMS	
2506	<p>The briefing sheet for Remuneration Committee, 03 Sept 2018 BG/111/04, was received.</p> <p>Approved:</p> <ol style="list-style-type: none"> Terms of Reference BG/111/05 <p>Received for information:</p> <ol style="list-style-type: none"> Remuneration of Senior Postholders Policy BG/111/06 Annual Statement of Senior Postholder Remuneration BG/111/07 <p>Members commented as follows:</p>

	<ul style="list-style-type: none"> David Gage asked whether the Annual Statement of Remuneration would be included within the Annual Financial Statements and Ian Blachford clarified that some of the information would be (but not the whole statement).
2507	<p>The briefing sheet for Nominations and Governance Committee, 09 Oct 2018 BG/111/08 was received.</p> <p>Approved:</p> <p>i. Terms of Reference BG/111/09</p> <p>Members commented as follows:</p> <ul style="list-style-type: none"> Ian Blachford gave an update on the current position with recruitment for a Governor with HE experience.
2508	<p>The briefing sheet for Strategy and Performance Committee, 23 Oct 2018 BG/111/10 was received.</p> <p>Approved:</p> <p>i. Terms of Reference BG/111/11</p> <p>ii. Evaluating Delivery of the University Strategic Plan BG/111/12, introduced by the Vice Chancellor, who noted that the KPIs had been reviewed and adjusted to add stretch where necessary.</p> <p>Members commented as follows:</p> <ul style="list-style-type: none"> David Gage enquired about rates for timely completion and Liz Barnes confirmed that significant work was now underway on changing staff culture in order to improve this, and Doug Rouxel noted his belief that academic staff would welcome this change of approach. Glenn Earlam asked for clarification on the numbers behind the Timely Completion target and this was given by Liz Barnes, with Sue Reece highlighting the difference between progression and timely completion. Glenn Earlam noted his preference for seeing student performance data on a monthly basis rather than via annual measures. Liz Barnes confirmed that the University did review monthly data on key performance indicators as part of Executive, SLT and QBR. Richard Cotterell noted his belief that more frequent data was needed. Liz Barnes confirmed that the ongoing oversight was in place and proposed that an extra box be added to the table when it was brought to Strategy and Performance Committee, to help provide assurance. Tash Crump underlined that students who felt “over-surveyed” were less likely to provide accurate and meaningful responses. Liz Barnes clarified for the Board that student voice was well represented throughout the University and that management were constantly listening via other fora, as well as surveys. <p>Received for information:</p> <p>iii. OfS Registration Letter and Decision BG/111/13, presented by the Vice Chancellor, who noted that she had discussed many of the metrics with Nicola Dandridge in their meeting. The Board endorsed the approach and principles behind the action plan.</p>
2509	<p>The briefing sheet for Audit and Risk Committee, 30 Oct 2018 BG/111/14 was received.</p> <p>Approved:</p> <p>i. Terms of Reference BG/111/15</p> <p>ii. Risk Appetites BG/111/16</p> <p>Members commented as follows:</p> <ul style="list-style-type: none"> Liz Barnes highlighted that there was a particular focus this year on the University’s “Curious and Daring” value, and that risk ratings might therefore appear higher than expected in some cases, as staff were encouraged to take responsibility for their areas of risk rather than awaiting Executive input into every area. <p>iii. Annual Report of the Audit & Risk 2017-18 Committee BG/111/17</p> <p>iv. Internal Audit Annual Report 2017-18 BG/111/18, introduced by the Chief Operating Officer.</p> <p>Members commented as follows:</p> <ul style="list-style-type: none"> Kevin Gould noted that RSM, as the incoming internal auditors, were more likely to push boundaries, with a more challenging internal audit plan. Cathryn Hickey highlighted that the committee had asked RSM to look at several cross-cutting areas, moving towards a more value-added approach, and issues that had not previously come to the table were therefore likely to surface. Sue Reece noted that discussions at the Audit Committee of another HEI, of which she was Chair, had raised the question of how the OfS would respond to more challenging audit results. Kevin Gould proposed that this be added to the agenda for discussions with internal audit. David Gage agreed that he would raise this at the CUC.

	<p>v. Financial Statements for 2017-18 BG/111/19 & 20 (<u>available separately on SharePoint</u>) were introduced by the Chief Financial Officer & Deputy Chief Executive, who noted that the position was as expected, and as presented in September to the Board under the AOB item "Early Indicators".</p> <p>Members commented as follows:</p> <ul style="list-style-type: none"> • Mike Herbert asked for clarification on the Brindley building's residual land value, and this was given. • Glenn Earlam asked for clarification on the previous year's total income and this was given, with Rob Fekete noting that much of this related to the sale of Beaconside. • Sarah Tudor asked for clarification on the pension deficit numbers, and whether challenge was anticipated. Rob Fekete confirmed that there were two deficit valuations in existence; one accounting valuation and one provided by the LGPS. Regardless of any disparity between these, the impact of the annual cash cost had made the introduction of a new scheme unavoidable. • David Gage commended the clean audit management letter from KPMG. <p>vi. Annual Accountability Return: Annual Assurance Return and Financial Commentary BG/111/21, introduced by the Chief Financial Officer & Deputy Chief Executive.</p>
2510	<p>The briefing sheet for Sustainability and Resources Committee, 06 Nov 2018 BG/111/22 was received.</p> <p>Approved:</p> <p>i. Terms of Reference BG/111/23</p> <p>Members commented as follows:</p> <ul style="list-style-type: none"> • Kevin Gould noted that given the approval to change the Estates risk rating to Moderate, this would need to be amended on the Terms of Reference. <p>ii. London Provision BG/111/24 (<u>supporting appendix B available separately on SharePoint</u>), introduced by the Chief Financial Officer & Deputy Chief Executive.</p> <p>Members commented as follows:</p> <div style="background-color: black; width: 100%; height: 100%; min-height: 300px; position: relative;"> <div style="position: absolute; top: 0; right: 0; width: 100%; height: 100%; background-color: black;"></div> </div>

	<p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>For [REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>iv. [REDACTED]</p> <p>v. Catalyst Building Update BG/111/27, introduced by the Deputy Vice Chancellor, who noted that the OfS had confirmed, during a productive conversation on 16 November 2018, that there was no risk to the funding. (A re-profiled offer letter would be issued.) The delay would mean more time for detailed stakeholder engagement and would also allow for a single-stage procurement process, rather than a two-stage one.</p> <p>Members commented as follows:</p> <ul style="list-style-type: none"> • Mike Herbert agreed that a single-stage procurement process would be preferable and noted that it was critical to establish the design before going out to tender. <p>vi. A verbal update on the Campus Masterplan was received from the Deputy Vice Chancellor, who noted that Feilden Clegg Bradley (FCB) would attend at the Governors' Strategic Weekend in February 2019.</p>
4 FOR DISCUSSION AND/OR APPROVAL (marked below accordingly)	
2511	<p>A paper on Fee Policy 2020/2021 (APPROVAL) BG/111/28 was received by the Board, introduced by the Deputy Vice Chancellor.</p> <p>Members commented as follows:</p> <ul style="list-style-type: none"> • Liz Barnes noted that point 5 of the policy needed to be amended and Martin Jones confirmed that this would be done. <p>The Fee Policy 2020/21 was approved.</p>
2512	<p>The Annual Academic Success and Quality Report 2017-18 (APPROVAL) BG/111/29 (<u>supporting appendix B separately on SharePoint</u>) was received by the Board, introduced by the Vice Chancellor, who noted that this detailed report set out all of the processes and mechanisms used by the University to continue to enhance and improve the quality of its provision, and that a range of the metrics had been considered in year through the sub-committee structure.</p> <p>The Annual Academic Success and Quality Report 2017-18 was approved.</p>
2513	<p>The Prevent Annual Report 2017-18 (APPROVAL) BG/111/30 was received, introduced by the Chief Operating Officer, and approved.</p>
2514	<p>The Students' Union Report (DISCUSSION) BG/111/31 was introduced by Tash Crump and Scott William-Smith of the Students' Union, and covered the following main areas:</p>

	<ul style="list-style-type: none"> • Welcome Week successes • Life on Campus • Positive Impact • Student Feedback and Suggestions <p>Tash Crump also provided a verbal update on the situation with the National Union of Students (NUS), which was facing insolvency.</p>
2515	The *Draft Academic Board minutes (unconfirmed), 23 Oct 2018* BG/111/32 were received.
5 FOR INFORMATION	
	NONE
6 ADDITIONAL MATTERS	
2516	There were no additional matters .
2517	Next meeting: Governors' Strategic Weekend, Fri 08-Sat 09 Feb 2019 (Crewe Hall) Board of Governors, Tuesday 09 April 2019 (Boardroom, University House)