

University of Plymouth Higher Education Corporation

Board of Governors

Minutes of the Meeting of the Board of Governors on Tuesday 30 January 2018.

Present: Colin Drummond OBE DL (Chair)
 Barbara Fuller
 Michelle Hanson
 Dr Rong Huang
 Kate Jackson
 Lowri Jones
 Professor Kevin Jones

Dinah Nichols CB
 Sir Keith O’Nions
 Professor Judith Petts CBE
 Simon Perry
 Henry Warren
 Philippa Williams

Secretary: Sonia Burgess, Clerk to the Board **(CB)**

In attendance: Professor Simon Payne (Deputy Vice-Chancellor - International and Planning) **(DVC I&P)**
 Professor Julian Chaudhuri (Deputy Vice-Chancellor - Education and Student Experience) **(DVC ESE)**
 Professor Jerry Roberts (Deputy Vice-Chancellor - Research and Enterprise) **(DVC R&I)**
 Alastair Matthews (Chief Financial Officer) **(CFO)**
 Gordon Stewart (Registrar and Secretary) **(R&S)**
 Kirstie Spencer (Head of Health and Safety) (HHS) for item 5 **(HSS)**
 Margaret Metcalfe (Executive Administrator to the Board) **(EA)**

Item		Action
18/01/1	<p><u>Obituaries</u> Noted:</p> <ul style="list-style-type: none"> • Governors marked the deaths of students Kashfia Akhter (Stage Two LLB (Hons) Law) and Cath Leigh (CPD student from the Bristol Royal Hospital for Children studying with the Faculty of Health and Human Sciences); and Emeritus Professor George Giarchi (Health and Social Work). 	
18/01/2	<p><u>Membership</u></p>	
2.1	<p>Apologies for Absence Noted:</p> <ul style="list-style-type: none"> • Apologies received from Hamish Anderson and Bruce Mann. 	
2.2	<p>Notification of Any Other Business Noted:</p> <ul style="list-style-type: none"> • No notification of any other business. 	
2.3	<p>Declarations of Interest Noted:</p> <ul style="list-style-type: none"> • The declarations of interest set out in Appendix 2 would apply. • No other potential conflicts of interest, relating to matters discussed at the meeting, were identified. 	
2.4	<p>Confidentiality Status of Agenda Items Noted:</p>	

Final for publication

	<ul style="list-style-type: none"> The following items were classified as strictly confidential on the grounds of confidentiality as set out in 5.2.3 of the University byelaws: <ul style="list-style-type: none"> Health and Safety Update (item 3) Chair's remarks (item 4) Vice-Chancellor's Report (item 6) Finance (item 8) Governance (items 9.1 – 9.4) Academic Partnerships Review (item 10) Annual Report on Whistleblowing (item 11) Committee minutes (items 12.1 and 12.4) 	
18/01/3	Minutes	
3.1	Minutes of the Meeting of the Board of Governors held on 8 November 2017 (Enclosure A) Noted: <ul style="list-style-type: none"> The minutes were approved as a correct record of the meeting and signed by the Chair. 	
3.2	Necessary Redactions Agreed: <ul style="list-style-type: none"> The minutes of the meeting on 8 November 2017 will be published in full. 	EA
3.3	Matters Arising (Enclosure B) Noted: <ul style="list-style-type: none"> The report on various matters arising was noted. GSM London (Minute 17/06/5): a brief confidential update was tabled. 	
18/01/4	Chair's Remarks Noted: <ul style="list-style-type: none"> The Reward and Remuneration Committee will meet on 7 February to discuss the University's response to CUC's Draft Remuneration Code. The Chair of the Reward and Remuneration Committee met with the UPSU President and Deputy President to discuss membership of the Committee. A proposed schedule for Board meeting dates for 2018-2019 was circulated. Committee Chairs to be consulted with regard to dates for their respective meetings. A request was made for earlier notification of dates in future years. 	CB/EA
18/01/5	Health and Safety update, including the Annual Health & Safety Report (Enclosure C) <i>Kirstie Spencer, Head of Health and Safety, attended for timed business</i> Noted: <ul style="list-style-type: none"> Priorities for 18/19. Significant progress has been made against the health & safety work programme objectives and work continues. Key streams in the work programme are: fire management; incident reporting and investigation; support for safety co-ordinators and union reps; audit and inspection and risk assessments Progress to date includes: <ul style="list-style-type: none"> Revised Health and Safety Policy approved by UEG and the Board in November 2017. 	(Confidential)

	<ul style="list-style-type: none"> - A new online system for reporting incidents is being trialled. - A joint event with Unison is planned, to include discussion on fieldwork and staff wellbeing. <ul style="list-style-type: none"> • The long-term aim is to achieve ISO45001 accreditation. • An audit of health and safety management across the University is in progress. • UEG is championing a positive organisational culture in the work programme. 	
18/01/6	<p>Vice-Chancellor's Report (Enclosure D) (Confidential)</p> <p>Noted:</p> <ul style="list-style-type: none"> • Ministerial reshuffle: an invitation to visit the University has been extended to Sam Gyimah. • Industrial Strategy White Paper: discussion with University of Exeter on potential collaboration to maximise regional benefits. • Office for Students (OfS): response to consultation on the operation of OfS has been submitted. . • Accelerated Degrees Proposal/Consultation: the University is putting together an institutional response. • KEF update: Professor Jerry Roberts has been appointed to the technical advisory group to develop the metrics for the new KEF (Knowledge Exchange Framework). • UCAS End of Cycle Report: the University is carrying out analysis against comparator institutions. • Economic Impact Study: the University will publicly launch the findings of this study during the spring. Consideration is being given to a subsequent joint report with University of Exeter on the impact of both institutions, particularly in the region. • USS pension scheme: Following a ballot of USS pension scheme members across 61 institutions, UCU announced 14 strike dates. The University was not included in the ballot due to the relatively small number of USS pension scheme members. UCU has indicated that those not involved in the ballot may see some form of solidarity action. • Student Recruitment: the sector overall is down on UG applications. • Update on mental health: a Taskforce has been established to review mental health support and to make recommendations to UEG. • Update on sport: a draft Sports strategy will be considered by UEG in March. • New Year's Honours: the following University staff received honours: Professor Richard Thompson OBE and Wendy Smith MBE. The following Honorary Doctorates have been recognised: Professor Stephen Sparkes and Michael Morpurgo both received knighthoods and Dr Helen Sharman was appointed to the Most Distinguished Order for Saint Michael and St George. • Staff survey: discussions and actions are underway across Faculties and Professional services in response to the Survey. The Board will receive a report on progress later in the year. The full results are available on the staff survey community pages. • The Board commended the VC's report. 	
6.1	March Away Day	

	<p>(Enclosure E) (Confidential)</p> <p>Noted:</p> <ul style="list-style-type: none"> • The Board discussed and reviewed the proposed programme for the Board/UEG away day in March. • The day will include a structured discussion of 5 critical components of the University Vision and supporting strategic priorities: UK partner colleges; International delivery; Student experience and social mobility; Research and innovation, including the University's economic impact and city/regional role; and Postgraduate. • Discussion will consider of the strategic positioning of Faculties/Schools and how key components of the Strategy interrelate, including the 10-year campus masterplan. • Discussion will be based on understanding of the external context and longer-term risks and uncertainties. <p>Agreed:</p> <p>Noted:</p> <ul style="list-style-type: none"> • The Board agreed the outline programme and requested that relevant context setting information be circulated ahead of the away day to inform the discussion. Independent governors were asked to volunteer to work with members of the Executive on preparing the 5 themes for discussion. 	
18/01/7	<p><u>Students' Report (Enclosure F)</u></p> <p><i>Presentation by Lowri Jones (UPSU President) and Philippa Williams (UPSU Deputy President)</i></p> <p>Noted:</p> <ul style="list-style-type: none"> • Officer role review: there will continue to be 6 sabbatical officers: President; VP Education; VP Welfare and Diversity; VP Sport; VP Communities; and VP Activities and Development. All officers will have responsibility for sustainability and for Partner Colleges. There will no longer be a Deputy President and the Student Governor position, currently filled by the Deputy President, will be elected from the sabbatical officer team by Union Council. • Varsity: tickets are available for the annual charity Varsity competition against Plymouth Marjon University. • Build your future event: students are encouraged to explore the skills and qualities required for leadership, with the aim of helping students gain skills for the workplace. • People and Planet: thanks expressed to the University for listening to the students on the fossil free initiative. • Green impact and green week: the third annual green week will take place from 5 February. • UPSU Awards: ceremonies would be taking place soon and governors have been invited to attend. • TEF submission: UPSU had worked closely with the University on the TEF3 submission. • The Board commended UPSU's report and the work detailed in it. 	
18/01/8	<p>Finance</p>	
8.1	<p>Management Accounts for Period 4 (including forecast and verbal update on Period 5)</p> <p>(Enclosure G) (Confidential)</p> <p>Noted:</p>	

	<ul style="list-style-type: none"> • The report, which was considered by Finance Committee at its January 25 meeting, provided an update on financial performance for last month and the year to date. The paper also included the full year forecast which indicates an outcome in line with plan, , latest student number information and other actions being taken across the University. • Month 4 income was ahead of plan and costs had been contained within budget, partially offset by a higher non-cash pension charge ahead of plan. • Tuition fee income is slightly behind plan and is compensated by better NHS Education Contract income than anticipated. • The Committee noted and discussed the position and actions of each Faculty in relation to the plan. . • Month 5 is be discussed at UEG, but is in line with forecast.. 	
18/01/9	Governance	
9.1	<p>Appointment of Governor to Finance Committee (Enclosure H) (Confidential)</p> <p>Noted:</p> <ul style="list-style-type: none"> • Chair's Action, on behalf of the Board, to expedite Michelle Hanson's appointment to Finance Committee to ensure that the recent Finance Committee meeting was quorate. • Simon Perry and Henry Warren have agreed a transition period with regard to the role of Chair of Audit Committee. <p>Agreed:</p> <ul style="list-style-type: none"> • The Board endorsed Chair's Action in respect of the appointment of Michelle Hanson to the Finance Committee, following recommendation from Nominations Committee. 	
9.2	<p>Outcome of Board Self-evaluation Survey (Enclosure I) (Confidential)</p> <p>Noted:</p> <ul style="list-style-type: none"> • The report provided the results of the Board Self-Appraisal Survey. • The headline analysis highlighted key themes, and the following proposals were considered: <ul style="list-style-type: none"> - From May, Board meetings to be extended by a maximum of 30 minutes where the volume and complexity of agenda items requires this. Updated meeting request to be sent. - The continuation of Faculty tours. - Provision made in the meetings calendar for two away day sessions per academic year. - All governors to receive the Leadership Foundation for Higher Education's governor training programme. - The forthcoming independent governor recruitment process, will be conducted in line with the University's Equality & Diversity, including consideration of BAME. • A request was made for shorter Board papers that were compatible with the cover papers and clearly identified the action to be taken by the Board. • The Board noted the suggestion that members 'twin' with Faculties. • Board Sub-Committee self-evaluations will take place in the near future. <p>Agreed:</p> <ul style="list-style-type: none"> • The Board approved the proposals arising. 	EA

9.3	<p>Memorandum of Understanding between University of Plymouth and UPSU (Enclosure J) (Confidential)</p> <p>Noted:</p> <ul style="list-style-type: none"> The draft Memorandum of Understanding (MoU) between the University with the University of Plymouth Students' Union (UPSU) designed to regulate the relationship between the University and UPSU and, in particular, the matters for which the Board of Governors has oversight.. The MoU was approved by UEG at its meeting on 15 November 2017 for execution on behalf of the University, subject to Board approval. The Schedule to the MoU sets out a code of practice required under section 22(3) of the Education Act 1994. Clarification was sought with regard to the University's responsibilities for health and safety issues in relation to the Students' Union. <p>Agreed:</p> <ul style="list-style-type: none"> Subject to clarification by the Registrar and Secretary with regard to health and safety and sight of any required amendments to the MoU, the Board approved the MoU for execution on behalf of the University. 	R&S
9.4	<p>Independent Governor Recruitment (Enclosure K) (Confidential)</p> <p>Noted:</p> <ul style="list-style-type: none"> The report outlined current and future independent governor vacancies and proposed process for recruiting new governors. . The Board noted the cost of carrying out two rounds of recruitment, as proposed by the Nominations Committee and agreed one round of recruitment will be more cost efficient. <p>Agreed:</p> <ul style="list-style-type: none"> The Board approved the recruitment of up to two independent governors in a single recruitment round. 	
18/01/10	<p>Academic Partnerships Review Outcomes and Strategy 2017-2011 (Enclosure L) (Confidential)</p> <p>Noted:</p> <ul style="list-style-type: none"> The Review had been carried out in response to the Good Governance Institute Review and was agreed as a strategic priority at the Board/Executive Away Day in 2016. The Academic Partnerships review was considered by UEG at its meeting on 11 October 2017, and endorsed by Senate on 25 October 2017. This followed extensive consultation with key stakeholders across the University. The review concluded that academic partnerships remain very relevant to the University in relation to social mobility and widening access. In addition, the University should maximise the strategic value of its partnerships. The Board noted the external factors impacting on partnership activity including the potential growth in the UK of private HE providers and the growth of HE institutions in a number of international markets. The University's business planning processes are applied to individual partnerships to ascertain viability and sustainability and the Partnership Strategy recognises a maturity cycle for partnership development. 	

Final for publication

	<ul style="list-style-type: none"> UK Partnerships and international delivery are both agenda items for further discussion at the coming away day as noted above. <p>Agreed:</p> <ul style="list-style-type: none"> The Board noted the Partner Review and the proposed strategy. 	
18/01/11	<p>Annual Report on Whistleblowing (Enclosure M) (Confidential) Noted.</p>	
18/01/12	<p><u>Committees Minutes and Reports</u> (Confidential)</p>	
12.1	<p>Draft Minutes of the Nominations Committee meeting held on 12 December 2017 (Enclosure N) Noted:</p> <ul style="list-style-type: none"> The Board noted the draft minutes. 	
12.2	<p>Draft Minutes of the Audit Committee meeting held on 31 October 2017 (Enclosure O) Noted:</p> <ul style="list-style-type: none"> The Board noted the draft minutes. 	
12.3	<p>Draft Minutes of the Finance Committee meeting held on 31 October 2017 (Enclosure P) Noted:</p> <ul style="list-style-type: none"> The Board noted the draft minutes. 	
12.4	<p>Report from the Finance Committee meeting held on 25 January 2018 Noted:</p> <ul style="list-style-type: none"> Key items of business included: <ul style="list-style-type: none"> Management accounts, where the latest forecast had been considered in some detail to compare the latest forecast against Plan; pensions; results of the work carried out to 'stress test' the forward investment envelope reported to the Board at its away day last September. the proposed programme of small-scale investments in 'backlog maintenance' contained in the Estates Masterplan. 	
18/01/13	<p><u>Date of Next Meeting</u> Date of next meeting</p> <ul style="list-style-type: none"> Wednesday 28 March, preceded by Joint Board/UEG away day on 27 March Forward items for March: <ul style="list-style-type: none"> Annual Equality Report Tuesday 29 May 2018, Board meeting to be preceded by a tour of the Faculty of Health and Human Sciences 21 June - Joint Board/UEG lunch with new UPSU sabbatical officers 	

Appendix 1: Action Plan

Final for publication

Minute		By	Deadline
18/01/3.1	Subject to the minor amendment, the minutes of the Board Meeting on 8 November 2017 to be published in full.	EA	As soon as possible
18/01/4	Board meeting dates: a proposed schedule for Board meeting dates for 2018-2019 was circulated. Committee Chairs would be consulted with regard to dates for their respective meetings. Meeting requests would be sent out to confirm timings. A request was made for earlier notification of dates for future years.	CB/EA	
18/01/9.2	From May, Board meetings to be extended by a maximum of 30 minutes where the volume and complexity of agenda items requires this. Updated meeting request would be sent out	EA	
18/01/9.3	MoU between the University and UPSU: Registrar and Secretary would check and report to the Board as to whether any changes were required with regard to health and safety.	R&S	As soon as possible

Appendix 2: Declarations of Interest

Name	Organisation	Role
Colin Drummond OBE DL	Taunton and Somerset NHS Foundation Trust Calvert Trust, Exmoor (outdoor holidays for people with disabilities) 1610 Society (alumni legacy fund-raising for Wadham College, Oxford) Water Conservation Trust (provision of bursaries for post graduate study in the water and environmental sectors) Deputy Lieutenant of Somerset	Chairman (non Exec) Honorary Vice-President President Trustee
Hamish Anderson	Norton Rose Fulbright LLP Nottingham Trent University Law School Advisory Group, Kingston University Le Page Architects Ltd Peninsula Medical Foundation University of Oxford, Commercial Law Centre	Consultant Honorary Professor Member Wife is a director Committee Member (Director) Member
Barbara Fuller	None	
Michelle Hanson	Sodexo Trustee Services Ltd	Trustee and Chair
Dr Rong Huang	Association for Tourism in Higher Education Tianjin University of Commerce Quality Assurance Agency Enterprises	Executive member Guest Professor Associate
Kate Jackson	Trethawle Enterprises Trethawle Renewables Clean Earth Trethawle Turbine	Partner Director Director
Professor Kevin Jones	Engineering Council Mayflower Autonomous Ship UTC Plymouth STEM Plymouth PSP	Trustee Director Governor Chair Member of the board

Final for publication

	UoPEL City, University of London Shugenkai	Member of the board Visiting academic President
Lowri Jones	University of Plymouth Students' Union UPSU Trustee Board	President and trustee Chair
Bruce Mann CB	Lodestone 1452 Ltd. Clients are: <ul style="list-style-type: none"> Emergency Planning College/Serco, providing advice and training in emergency preparedness and response. Cornwall Council and STP, on estate matters. Southampton Council and public sector partners, on estate matters. Oliver Wyman Ltd, supporting the Government of Saudi Arabia in building better emergency preparedness and response capabilities. Q5 Ltd, Associate Partner, on public sector strategy and transformation. JLL Ltd, on public sector estate matters. 	Director
Dinah Nichols CB	The Land Trust South West Lakes Trust	Trustee Trustee
Sir Keith O'Nions	Cambridge Enterprise, University of Cambridge A*Star , Singapore Nanyang Technological University, Singapore KAPSAARC, Saudi Arabia	Chair Trustee Trustee Trustee
Simon Perry	Saveurs Ltd Advisory Board of Arowana International Limited Richmond Holdings (Jersey) Limited (holding company for Parkdean Resorts).	Director Member Director
Professor Judith Petts	Sir Alister Hardy Foundation for Ocean Science BBSRC Heart of the South West LEP Board University of Southampton University of Westminster	Trustee Council member Member Visiting Professor Husband is Vice-Chancellor
Henry Warren	Fluvial Innovations Limited Plymouth Hospitals NHS Trust	Director Non-executive director
Philippa Williams	University of Plymouth Students' Union UPSU Trustee Board	Vice-President and trustee