

**University of Plymouth  
Higher Education Corporation**

**Board of Governors**

**Minutes of the Meeting of the Board of Governors on Thursday 21<sup>st</sup> November 2019.**

**Present:**

Colin Drummond OBE DL (Chair)  
Tilda Fraser  
Professor Simon Gaskell  
Millie Green  
Michelle Hanson  
Kate Jackson

Bruce Mann  
Dr Ursula Ney  
Dinah Nichols CB  
Simon Perry  
Professor Judith Petts CBE  
Isobel Rossiter  
Tom Yoritaka

**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)**  
Alastair Matthews (Chief Financial Officer) **(CFO)**  
Gordon Stewart (Registrar and Secretary) **(R&S)**  
Emma Hellingsworth (Clerk to the Board)  
Maja Smith (incoming Administrator to the Board)  
Kirstie Spencer (Head of Health, Safety, EDI and Training) for item 5  
Alice Ludgate (Head of Student Services) for item 12.5

Item		Action
19/06/1	<p><b>Obituaries</b> <b>Noted:</b></p> <ul style="list-style-type: none"> <li>The Board remembered Luke Dunn a Stage 2 BSc (Hons) Computer Science who tragically passed away on Monday 11 November 2019.</li> </ul>	
19/06/2	<p><b><u>Membership</u></b></p>	
2.1	<p><b>Apologies for Absence:</b></p> <ul style="list-style-type: none"> <li>Apologies received from Professor Arunangsu Chatterjee, Professor Kevin Jones and Professor Jerry Roberts.</li> </ul>	
2.2	<p><b>Notification of Any Other Business</b> <b>Recommendation of appointment of new external auditors</b> <b>Noted:</b></p> <ul style="list-style-type: none"> <li>Further to a very credible presentation and excellent references, the Audit Committee recommended Mazars be appointed external auditors for the University.</li> </ul> <p><b>Decision:</b></p> <ul style="list-style-type: none"> <li>To appoint Mazars as the External Auditors for the University.</li> </ul> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>The tabled paper confirming the date of the July 2020 Board of Governors meeting and the proposed dates for the 2020-2021 meetings.</li> <li>The Clerk to the Board will contact the Chairs of the Board's Committees to confirm meeting dates form 2020-2021.</li> </ul>	

	<p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>• That the University was awarded the Queens Anniversary Prize for the work on micro plastics.</li> <li>• The Chair will send a letter, on behalf of the Board, to congratulate Professor Richard Thompson and his team for this outstanding and well deserved award.</li> </ul>	
2.3	<p><b>Declarations of Interest</b></p> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>• The declarations of interest set out in Appendix 2 apply. Members were asked to advise the Clerk of any changes.</li> <li>• There were no conflicts of interest, relating to matters discussed at the meeting.</li> </ul>	
2.4	<p><b>Confidentiality Status of Agenda Items</b></p> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>• All items on the agenda are treated as confidential on the grounds of commercial confidentiality except items 1 and 2.</li> </ul>	
<b>19/06/3</b>	<b><u>Minutes</u></b>	
3.1	<p><b>Minutes of the Meeting of the Board of Governors held on 16 July 2019 (Enclosure A)</b></p> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>• The minutes were approved and signed by the Chair as an accurate record of the meeting.</li> </ul>	
3.2	<p><b>Necessary Redactions</b></p> <p><b>Agreed:</b></p> <ul style="list-style-type: none"> <li>• The minutes of 2<sup>nd</sup> October will be published in full.</li> </ul>	<b>CB</b>
3.3	<p><b>Matters Arising (Enclosure C)</b></p> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>• The report on matters arising was noted.</li> </ul>	
<b>19/06/4</b>	<p><b>Chair's Remarks</b></p> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>• The Chair had a lengthy discussion with Sir Michael Barber and proposed a visit to the University to discuss social mobility.</li> </ul>	
<b>19/06/5</b>	<b>Health and Safety</b>	
5.1	<p><b>Health and Safety Update (Enclosure C)</b></p> <p><i>Kirstie Spencer, Head of Health, Safety, EDI and Training attended for timed business</i></p> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>• The reduction in the number of outstanding audit actions.</li> <li>• Fire drills that have taken place throughout the campus that will ensure that appropriate fire marshall cover is in place, further to the Voluntary Leaver Scheme that took place during the summer.</li> <li>• The inclusion of Annex 2, which highlighted the number of incidents per month and that this is normalising. The implementation of the new Health and Safety System may show another rise in the number of incidents reported, when it is introduced.</li> <li>• The University's near miss reporting culture is good.</li> </ul>	

	<ul style="list-style-type: none"> <li>The Health and Safety Team is further reviewing an official information request further to the fire that recently took place at the University of Bolton. The Board was assured that the University continues to take appropriate actions arising from fire risk assessments and will continue to prioritise any actions that might cause concern.</li> </ul>	
19/06/6	<p><b>Vice-Chancellor's Report (Enclosure D) (Confidential)</b></p> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>1.1 The voting registration error made by Plymouth City Council which included some students but has since been corrected.</li> <li>1.2 The Equality and Human Rights Commission report on Racial Harassment which presented findings of the Commission's inquiry into racial harassment in publically funded universities. The Report was discussed by the University Executive Group (UEG) and will be discussed in more depth at the next meeting of the Board.</li> </ul> <p><b>Action:</b></p> <ul style="list-style-type: none"> <li>A discussion on the Equality and Human Rights Commission report on Racial Harassment to take place at the next meeting of the Board.</li> </ul> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>2.7 The debate around funding for research if European Funding is no longer accessible.</li> <li>2.12 The Vice Chancellor's appointment to the Climate Commission for UK Higher and Further Education Leaders. The National Union of Students chose not to be involved with the Commission, so student engagement could be challenging.</li> <li>2.13 The Unions have completed the ballots on pay and pensions. Some Institutions will see UCU action commencing next week.</li> <li>2.14 The consultation on an alternative pension scheme for new professional services staff joining the University from April 2020, is ongoing. A Stage 5 Dispute Meeting, involving the Advisory, Conciliation and Arbitration Service (ACAS) for the purposes of collective conciliation, is expected.</li> <li>3.1 The very early stages of the current student recruitment cycle however undergraduate applications appear to be in line with the previous cycle and applications from London and the South East of England appear to be slightly higher than at this point last year.</li> <li>3.2 Proposals are being sought for the Strategic Investment Fund for 2019/2020, decisions on the proposals will be made by the end of 2019.</li> <li>3.4 The positive, national press regarding the Mayflower Autonomous Ship following IBMs inclusion in the project.</li> <li>3.7 The interviews for the DVC International and Planning took place earlier in the day and an announcement is expected to be made regarding the outcome on Monday 25<sup>th</sup> November.</li> <li>3.8 The launch of the Plymouth Pioneers including advertising in key sites in London and which is being well reported on social media. This is being followed up by more targeted marketing for example in cinemas, youtube and on demand television.</li> <li>4.7 The all female team that won a national competition, coordinated by the Institution of Mechanical Engineers.</li> </ul>	VC

	<ul style="list-style-type: none"> <li>The University's decision to postpone engagements in Hong Kong and the instruction for all University staff and students currently in Hong Kong, to return to the UK as soon as possible.</li> </ul> <p><b>Discussed:</b></p> <ul style="list-style-type: none"> <li>The sectors contribution to the discussion on research funding.</li> </ul>	
<b>19/06/7</b>	<p><b>Students' Union Report (Enclosure E) (Confidential)</b></p> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>The University Teaching, Learning and Quality Committee (UTLQC) approved the proposal that sessions lasting for two hours or more, should include a break and that there should be an increase in the number of lectures recorded. A new reporting tool was added to the SU Website to allow students to note lectures that haven't been recorded.</li> <li>The many events taking place for Green Week and the intention to assist students to live more sustainably all year round.</li> <li>The requirement for more, visible water fountains on campus.</li> <li>The new on line disclosure tool, developed by UPSU University Student Services and the Equality and Diversity Team will be added to the University's website and will offer both anonymous reporting and the opportunity to leave contact details, for any student that may be suffering from abuse, harm or hate.</li> <li>Another Post graduate talk session, further to the success of the one held earlier in the month.</li> </ul> <p><b>Discussed:</b></p> <ul style="list-style-type: none"> <li>The challenge of reaching out to students who may be lonely and not engaged with the SU.</li> </ul>	
<b>19/06/8</b>	<p><b>Strategy 2030 (Enclosure F)</b></p> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>Senate and the Senior Leadership Forum received the Strategy 2030.</li> <li>Further to Board approval of the Strategy, the draft Implementation Plan will be received by Board in January and Senate in February 2020.</li> <li>All staff had the opportunity to engage with the development of the Strategy.</li> </ul> <p><b>Discussed:</b></p> <ul style="list-style-type: none"> <li>How the Strategy's success will be tested.</li> <li>The audience for the Strategy 2030 brochure.</li> <li>All staff will have access to the electronic version of the brochure, via the website.</li> <li>That a message of thanks to staff that engaged with the development of the Strategy, might be appropriate.</li> </ul> <p><b>Decision:</b></p> <ul style="list-style-type: none"> <li>Approved</li> </ul>	
<b>19/06/9</b>	<b>Finance</b>	
9.1	<p><b>Update 5 year Financial Plan and Financial Return to OfS (Enclosure G) (Confidential)</b></p> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>The 5 Year Financial Plan, that was approved by the Board in July, was updated to reflect revised student numbers and changes with GSM London.</li> </ul>	

	<ul style="list-style-type: none"> <li>The Plan was considered, in detail, by the Finance Committee that took place on 7<sup>th</sup> November.</li> <li>A few minor, consistency changes were made subsequent to the Finance Committee together with a more thorough update of the formal narrative going to the OfS.</li> </ul> <p><b>Decision:</b></p> <ul style="list-style-type: none"> <li>Approved.</li> </ul>	
9.2	<p><b>Management Accounts for Month 2</b> (Enclosure H) <span style="float: right;"><b>(Confidential)</b></span></p> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>Month 3 has now closed and was consistent in what was expected.</li> </ul> <p><b>Discussed:</b></p> <ul style="list-style-type: none"> <li>The schedule that considers under graduate student recruitment numbers and the impact this could have, over the next three years.</li> <li>The positive financial impact (as well as non-financial impacts, such as for TEF) that the improvement in student retention will have.</li> <li>The benefits, including financial benefits, of recruiting more PhD students.</li> <li>The slippage on capital spend, which has minimal impact on the master plan and was discussed at the Capital Projects Committee.</li> </ul>	
19/06/10	<p><b>Assurance Report of the Quality of Student Academic Experience and Outcomes 2018/19</b> (Enclosure I) <span style="float: right;"><b>(Confidential)</b></span></p> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>That the report is not required by the OfS this year but was received by UTLQC, Senate and the Audit Committee.</li> <li>That the Access and Participation Plan is crucial for the OfS, at present.</li> </ul>	
19/06/11	<p><b>University of Plymouth Trustee Nomination to the Seale Hayne Educational Trust</b> (Enclosure J) <span style="float: right;"><b>(Confidential)</b></span></p> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>Kate Jackson declared an interest in this item and did not take part in the discussion.</li> <li>The proposal was approved by UEG.</li> </ul> <p><b>Decision:</b></p> <ul style="list-style-type: none"> <li>Approved.</li> </ul>	
19/06/12	<p><b>OfS Annual Accountability Returns</b> <i>(to be completed by December 2019)</i></p>	
12.1	<p><b>Annual Audit Committee Report, including the Annual Internal Audit Report</b> (Enclosure K) <span style="float: right;"><b>(Confidential)</b></span></p> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>Both Reports were received by the Audit Committee, in draft and then a final version and will be forwarded to the OfS, further to approval by the Board.</li> <li>The Audit Committee's decision to add the risks around cyber security to the statement of internal control.</li> </ul> <p><b>Decision:</b></p> <ul style="list-style-type: none"> <li>Approved.</li> </ul>	
12.2	<p><b>Annual Report and Financial Statements and commentary for y/e 31 July 2019</b> (Enclosure L) <span style="float: right;"><b>(Confidential)</b></span></p> <p><b>Noted:</b></p>	

	<ul style="list-style-type: none"> <li>The Joint Audit and Finance Committee that took place on 7th November 2019 thoroughly considered the Annual Report and Financial Statements and commentary. Amendments proposed at this meeting were subsequently made.</li> <li>The traditional statement of income and expenses was adjusted to make the level of restructuring costs clear.</li> <li>Greater disclosure on senior staff remuneration was included.</li> <li>The Board proposed a few drafting amendments.</li> </ul> <p><b>Decision:</b></p> <ul style="list-style-type: none"> <li>Approved subject to the drafting amendments noted.</li> </ul>	
12.3	<p><b>External Auditors' Highlights Memorandum and Representation letter (Enclosure L) (Confidential)</b></p> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>The Joint Audit and Finance Committee that took place on 7th November 2019 considered the Memorandum and discussed it with the external auditors.</li> <li>The external auditors had congratulated the Chief Financial Officer and his team for their excellent work.</li> </ul>	
12.4	<p><b>Financial Statements for the University's wholly owned subsidiaries for y/e 31 July 2019 (Confidential)</b></p> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>The Board noted the Financial Statements of the University's subsidiaries for y/e 31<sup>st</sup> July 2019.</li> </ul>	
12.5	<p><b>Prevent Accountability Return &amp; Assurance Statement (Enclosure M) (Confidential)</b></p> <p><b>Noted:</b></p> <ul style="list-style-type: none"> <li>The OfS requested both data and an assurance statement, to be signed by the Chair of the Board.</li> <li>The University's continued commitment to safeguarding vulnerable people.</li> <li>The establishment of a Prevent Working Group, which will draft a training plan and an action plan that will provide greater resilience around governance.</li> </ul> <p><b>Discussed:</b></p> <ul style="list-style-type: none"> <li>One minor drafting amendment.</li> <li>The Board congratulated the Head of Student Services and her team for their excellent work.</li> </ul> <p><b>Decision:</b></p> <ul style="list-style-type: none"> <li>Approved subject to the minor amendment noted above.</li> </ul>	
<b>Starred Items</b>		
19/06/13	<p><b>Annual Value for Money Report (Enclosure N) (Confidential)</b></p> <p><b>Noted.</b></p>	
19/06/14	<p><b>Strategic Risk Registers (Enclosure O) (Confidential)</b></p> <p><b>Noted.</b></p>	
19/06/15	<p><b>Research Integrity Assurance Statement (Enclosure P) (Confidential)</b></p> <p><b>Noted.</b></p>	
19/06/16	<p><b>Annual Review of the Consolidated Accounts of the Students' Union (Enclosure Q) (Confidential)</b></p> <p><b>Noted.</b></p>	
19/06/17	<p><b>Committees Minutes (Confidential)</b></p>	

17.1	<b>Report from the Finance Committee meeting held on 7<sup>th</sup> November 2019</b> <b>Noted:</b> <ul style="list-style-type: none"> <li>• See minute 19/06/17.3</li> </ul>	
17.2	<b>Minutes of the Audit Committee meeting held on 26 September 2019 (Enclosure R)</b> <b>Noted.</b>	
17.3	<b>Report from Audit Committee meeting held on 7 November 2019 and the Audit/Finance and Joint Committee held on 7 November 2019</b> <b>Noted:</b> <ul style="list-style-type: none"> <li>• The Chair of the Audit Committee provided a verbal report on the key discussions from the meeting.</li> </ul>	
17.4	<b>Draft Minutes of Health and Safety Assurance Committee meeting held on 17 October 2019</b> <b>Noted:</b> <ul style="list-style-type: none"> <li>• The Chair of the HSAC Committee provided a verbal report on the key discussions from the meeting.</li> </ul>	
17.5	<b>Draft minutes of the Nominations Committee meeting held on 20<sup>th</sup> June 2019 and 25<sup>th</sup> September 2019 (Enclosure S(i) and S(ii))</b> <b>Noted.</b>	
17.6	<b>Report from Nominations Committee held on 7 November 2019</b> <b>Noted:</b> <ul style="list-style-type: none"> <li>• The Chair of the Nominations Committee provided a verbal report on the key discussions from the meeting.</li> </ul> <b>Action:</b> <ul style="list-style-type: none"> <li>• A Report the on Board Skills Matrix will be received by the Board in January 2020.</li> </ul>	R&S/Clerk
17.7	<b>Report from Reward &amp; Remuneration Committee held on 21 November 2019</b> <b>Noted:</b> <ul style="list-style-type: none"> <li>• The Chair of the Nominations Committee provided a verbal report on the key discussions from the meeting.</li> </ul> <b>Action:</b> <ul style="list-style-type: none"> <li>• The annual remuneration report will be received by the Board in January 2020.</li> </ul>	Chair
<b>19/06/18</b>	<b>Date of next meeting</b> Tuesday 28 <sup>th</sup> January 2020, 1330-1630 <b>Items for January 2020 Board meeting to include:</b> <ul style="list-style-type: none"> <li>- Annual Fundraising Report</li> <li>- H&amp;S update to include Annual Report</li> <li>- Academic Partnerships Annual report</li> <li>- Annual Renewal of Bank Facilities</li> <li>- Away Day Agenda for March</li> </ul>	

## Appendix 1: Action Plan

Minute		By	Deadline
19/06/6	Vice Chancellor's Report <i>A discussion on the Equality and Human Rights Commission report on Racial Harassment to take place at the next meeting of the Board.</i>	VC	28 <sup>th</sup> Jan 2020
19/06/17.6	Report from Nominations Committee held on 7 November 2019 <i>A Report the Board Skills Matrix will be received by the Board in January 2020.</i>	R&S/Clerk	28 <sup>th</sup> Jan 2020
19/06/17.7	Report from Reward & Remuneration Committee held on 21 November 2019 The annual remuneration report will be received by the Board in January 2020.	Chair	28 <sup>th</sup> Jan 2020

## Appendix 2: Declarations of Interest

Colin Drummond OBE DL	<p>Taunton and Somerset NHS Foundation Trust (Charity No. 1059922)</p> <p>Calvert Trust, Exmoor (Charity No. 1005776)</p> <p>1610 Society (alumni legacy fund raising for Wadham College, Oxford)</p> <p>Water Conservation Trust (provision of bursaries for post graduate study in the water and environmental sectors) (Charity No. 1007648)</p> <p>Deputy Lieutenant of Somerset</p>	<p>Chairman (non Exec)</p> <p>Honorary Vice-President</p> <p>President</p> <p>Trustee</p>
Hamish Anderson	<p>Norton Rose Fulbright LLP</p> <p>Nottingham Trent University Law School Advisory Group, Kingston University</p> <p>Le Page Architects Ltd (Company No. <b>07204847</b>)</p> <p>Peninsula Medical Foundation (Charity No.1060423/Company No.03300591)</p> <p>University of Oxford, Commercial Law Centre</p>	<p>Consultant</p> <p>Honorary Professor</p> <p>Member</p> <p>Wife is a director</p> <p>Committee Member (Director)</p> <p>Member</p>



	The Charlie Sumption Memorial Fund (Charity No. 1136955)	Trustee
Dr Arunangsu Chatterjee	St Andrew's Church of England Primary School, Plymouth South Asian Society of Devon and Cornwall (Charity No. 1110925)	Vice Chair & Governor  Secretary & Trustee
Matilda (Tilda) Fraser	University of Plymouth Students' Union UPSU Trustee Board (Company No.10676070/Charity No.1172830)	President and trustee Chair
Professor Simon Gaskell	Higher Education Statistics Agency, Data Landscape Steering Group  University of Manchester  Rosalind Franklin Institute, Mass Spectrometry Advisory Board  Halpin Partnership Advisory Board  Board of the Quality Assurance Agency for Higher Education  Simpson, Thacher and Bartlett LLP  Hawkins\Brown Architects	Chair  Honorary professor  Chair  Member  Chair  Daughter as partner  Son as partner
Millie Green	University of Plymouth Students' Union UPSU Trustee Board (Company No.10676070/Charity No.1172830)	Vice-President and trustee
Michelle Hanson	Sodexo Trustee Services Ltd (Company No. 02999749)  The Springfields Academy (part of Reach South Academy Trust)	Trustee and Chair  Governor
Kate Jackson	Trethawle Enterprises LLP Trethawle Renewables (Company No.08244980) Clean Earth Trethawle Turbine (Company No.08244545) Menheniot School Association (Charity No. 1061162)  Helm Ticketing	Partner Director  Director  Chair and Trustee  Non-Executive Director
Professor Kevin Jones	Engineering Council (Company No.RC000150)	Trustee  Director

	<p>Mayflower Autonomous Ship (Company No.10003369)</p> <p>UTC Plymouth (Company No.07645326)</p> <p>STEM Plymouth</p> <p>PSP Ltd (Company No.03157625)</p> <p>UoPEL (Company No.03707827)</p> <p>City, University of London</p> <p>Shugenkai</p>	<p>Governor</p> <p>Chair</p> <p>Member of the board</p> <p>Member of the board</p> <p>Visiting academic</p> <p>President</p>
Bruce Mann CB	<p>Lodestone 1452 Ltd. Clients are:</p> <ul style="list-style-type: none"> <li>• Emergency Planning College/Serco, providing advice and training in emergency preparedness and response.</li> <li>• Cornwall Council and STP, on estate matters.</li> <li>• Southampton Council and public sector partners, on estate matters.</li> <li>• The Government of Saudi Arabia, in building better emergency preparedness and response capabilities</li> <li>• Q5 Ltd, Associate Partner, on public sector strategy and transformation.</li> <li>• JLL Ltd, on public sector estate matters.</li> </ul> <p>(Company no.10671993)</p>	<p>Director</p>
Dr Ursula Ney	<p>Proteome Life Sciences plc</p> <p>Department for Education – review of Further Education Colleges</p> <p>Scancell plc</p> <p>(Company No. 11285913)</p>	<p>Non-Executive Director</p> <p>Sister leading the review</p> <p>Non-Executive Director</p>
Dinah Nichols CB	<p>The Land Trust (Charity No.1138337)</p> <p>South West Lakes Trust (Charity No.1079966)</p>	<p>Trustee</p> <p>Trustee</p>
Simon Perry	<p>Advisory Board of Arowana International Limited</p> <p><b>(Company No.10837371)</b></p> <p>Richmond Holdings (Jersey) Limited (holding company for Parkdean Resorts) (Company No.BR012993)</p> <p>Richmond UK Top Holdco Ltd, which is a UK subsidiary of Richmond Holdings (Jersey) Ltd. (Company No.1053978)</p> <p>Forest School, London</p> <p>Advisory Board of Anmut Limited</p>	<p>Member</p> <p>Director</p> <p>Director</p> <p>Governor</p> <p>Member</p>

	(Company No.11285913)	
Professor Judith Petts CBE	Heart of the South West LEP Board (Company No. <b>08880546</b> )  Marine Biological Association (Company No.RC000865/Charity No.1155893)	Director  Trustee
Isobel Rossiter	None	
Tom Yoritaka	Apricot Venture Capital  Malin Head Partners  Coinweb  RIPTec  Research Institute in Secure Hardware & Embedded Systems, Centre for Secure Information Technologies  TechLondon Advocates	Founder & Managing Partner  Founder  Global Advisor  NED & Interim Chief Strategy Officer  Member of the Advisory Board  Member of the Advisory Board