

Plymouth University
Higher Education Corporation
Board of Governors

Minutes of the Meeting of the Board of Governors held on Thursday, 28 January 2016 at 2.30 pm.

Present:

James Brent (Chairman)	Mary Palmer
Hamish Anderson	Steve Pearce
Professor David Coslett	Dr Ranulf Scarbrough
Matthew Dark (until item 4.1 below)	Margaret Schwarz
Ian Duffin	Dr Mike Sheaff
Barbara Fuller	Stephen Tillman
Dr Rong Huang	Ruth Titmuss
Kate Jackson	Henry Warren (from item 4.1 below)
Jane McCloskey	Denis Wilkins

Secretary: Matthew Jackson (University Solicitor and Interim Clerk to the Board)

In attendance: Professor Simon Payne (Interim Deputy Vice-Chancellor)
 Professor Richard Stephenson (Interim Deputy Vice-Chancellor)

David Alder (Chief Marketing Officer)
 Alastair Matthews (Chief Financial Officer)
 Vikki Matthews (Chief Talent Officer)
 John Wright (Chief Information Officer)

Professor Dafydd Moore (Interim Pro Vice-Chancellor – Research) *(for item 3)*
 Professor Pauline Kneale (Pro Vice-Chancellor - Teaching and Learning) *(for item 4)*
 Shirley Walker (Head of Careers and Employability) *(for item 8)*

Siân Millard (Interim Head of Governance and Secretariat)
 Margaret Metcalfe (Executive Administrator to the Board)

		Action
16/01/1	Membership	
1.1	Welcome to New Governors Noted: <ul style="list-style-type: none"> • The Chairman welcomed Hamish Anderson, Ian Duffin, Kate Jackson, Jane McCloskey and Mary Palmer. 	
1.2	Apologies for Absence <ul style="list-style-type: none"> • No apologies had been received. 	
1.3	Terms of Reference and Composition of the Board of Governors and its Committees (Enclosure A) Noted: <ul style="list-style-type: none"> • The changes reflected the appointment of five new governors and their 	

	<p>inclusion on Board Committees, and the appointment of four external Committee members.</p> <ul style="list-style-type: none"> • The following changes had been recommended by the Governance and Nominations Committee at its meeting that morning:- <ul style="list-style-type: none"> - page 6, section 6, "Attendance": This would be amended to read as follows: – "The following will normally be in attendance as appropriate: Deputy Vice-Chancellors, Chief Financial Officer and such other members of the senior executive team and such other professional experts as the Board shall determine". - page 6, section 7, "Membership" and page 12, section 2, "Composition and membership": The titles for Ruth Titmuss and Matthew Dark should be amended to "Students' Union Officers". • The following further changes would be made:- <ul style="list-style-type: none"> - page 6, section 7, "Membership": The terms of office for the Students' Union Officers ended on 30th June 2016, not 31st July 2016. - page 9, section 2, "Composition and membership". Vicky Thompson had confirmed her appointment and would be added to the list of external members of the Employment Committee. - page 10, section 2, "Composition and membership". Deborah Waddell had confirmed her appointment and would be added to the list of external members of the Finance Committee. Susan Davy would remain an external member of the Finance Committee. The maximum number of external members would be increased from two to three. • Page 6, section 7, "Membership": The reference to the Academic Board Member would need to be updated following the reconstitution of the Academic Board as the Senate. It was proposed that elections to the Senate would take place in March and so it would be necessary to elect a Senate-nominated member to the Board of Governors. <p>Agreed:</p> <ul style="list-style-type: none"> • Subject to the above amendments, the Terms of Reference and Composition of the Board of Governors and its Committees were approved. 	MM
1.4	<p>Notification of Any Other Business</p> <p>Noted:</p> <ul style="list-style-type: none"> • No other items of business had been raised. 	
1.5	<p>Declarations of Interest</p> <p>Noted:</p> <ul style="list-style-type: none"> • The declarations of interest set out in Appendix 1 would apply. • The new members of the Board had provided details of their interests for inclusion in the Register of Interests, and these would be included in Appendix 1 to the minutes of this meeting. • Stephen Tillman had provided an update which would be incorporated into Appendix 1. • At the Board meetings on 24 November and 17 December 2015, Dr Mike Sheaff had declared his interest in the discussions of the portfolio review proposals. That interest was noted again in the context of item 9 below. • No other potential conflicts of interest relating to matters to be discussed at the meeting had been identified. 	MM MM

16/01/2	Minutes	
2.1	<p>Minutes of the Meeting of the Board of Governors held on 24 November 2015 (Enclosure B)</p> <p>Noted:</p> <ul style="list-style-type: none"> • Subject to adding Barbara Fuller to the list of attendees, the minutes were approved as a correct record of the meeting and signed by the Chairman. 	MM
2.2	<p>Minutes of the special meeting of the Board of Governors held on 17 December 2015 (Enclosure C)</p> <p>Noted:</p> <ul style="list-style-type: none"> • Barbara Fuller would be added to the list of apologies. • Page 6, 2nd bullet point, first line: “An ACB member” would be amended to “An ACB-nominated member of the Board ...”. • Page 8, item 3, “Chairman’s Closing Remarks”: The second sentence should read: “This would incorporate a “bottom-upwards” review process and a holistic view of the University’s optimum size and shape over this period.” • Page 7, last bullet point: This would be amended to “Congratulations were extended to the Executive for the thoroughness of its work on the Portfolio Review”. • Subject to the incorporation of the above amendments, the minutes were approved as a correct record of the meeting and the Chairman would be requested to sign an amended version. • A separate note had been prepared of the further joint discussions held between the Board and UEG on 17 December 2015. That note did not form part of the formal Board minutes and would be circulated separately to members by e-mail for information purposes only. 	MM MM
2.3	<p>Necessary redactions</p> <p>Noted:</p> <ul style="list-style-type: none"> • No redactions were deemed necessary and the minutes referred to in items 2.1 and 2.2 would be published in full. 	MM
2.4	<p>Matters Arising (Enclosure B)</p> <p>Noted:</p> <ul style="list-style-type: none"> • The report on various matters arising (all of which were for information only) was noted. 	
16/01/03	<p>Post Research Excellence Framework (REF) update</p> <p><i>Presentation by Professor Dafydd Moore (Interim Pro Vice-Chancellor – Research)</i></p> <p>Noted:</p> <ul style="list-style-type: none"> • The Research Excellence Framework (REF) was a UK-wide peer-review exercise that produced quality ratings for the research groups chosen by their respective higher education institutions (HEIs) to submit research for assessment. The primary purpose of the REF was to assess the quality and outputs for each submission made. <ul style="list-style-type: none"> - Funding bodies used the assessments in deciding how to allocate non-RCUK research funding to HEIs. - The assessments assisted accountability for the use of public funds in research investment and provided evidence of the benefits of this investment. 	

	<ul style="list-style-type: none"> - The assessments provided benchmarking information and established reputational yardsticks. • The last REF took place in 2014 and assessed the research carried out during the 2008–2013 period. Graded research was classified in four categories:- <ul style="list-style-type: none"> - 4* - world leading - 3* – internationally excellent - 2* – internationally recognised - 1* – nationally recognised • According to the data derived from the REF, the University had annual recurring research income of £8m. This would continue (subject to the usual caveats about Government funding) until the REF exercise was repeated. This income was distributed among the faculties in a way that reflected their contribution to its generation. • Other ways of characterising the University’s research included postgraduate research students (now over 1,000, a number that had doubled in recent years), research grant income and also the 20,000 undergraduates who benefitted from working in a research-led teaching and learning environment. The University was ranked in the top 20 UK institutions according to the Leiden rankings, an international league table of research institutions. • The University submitted in respect of 366 FTE staff across 18 of 36 units of assessment. The proportion of 3* and 4* - ranked research had doubled from one third to two thirds of its submission. It had achieved a Grade Point Average of 2.74 (having been aiming for 2.5). Plymouth had maintained its 47th position in the Research Power rankings (based on the number of researchers) and achieved an overall Grade Point Average position of 66th (up from 75th). The University’s top five units were Clinical Medicine; Psychology, Psychiatry and Neuroscience; Earth Systems and Environmental Sciences; Computer Science and Informatics; and Art and Design: History, Practice and Theory. • The University was currently two years into the next REF cycle for REF 2020-21. The next REF exercise had been delayed slightly by the Stern Review into the REF, which had been tasked with finding ways of reducing the costs and administrative burdens of the REF. The use of ‘research metrics’ might increase, while impact would only get more important (this could be in terms of the amount entered and proportion of overall score devoted to it, or both). Research ‘intensity’ measured the number of researchers who were submitted in comparison with the number that could/should have been. • The University’s current activities included bedding in its institute structure. An institute represented a research area where the University had critical mass and aimed to facilitate public outreach and engagement and to bring together research activity from different parts of the University. Further, academic job descriptions were being reviewed to make sure of the alignment between what people were doing and how that was expressed in their job descriptions. The current Research and Innovation Committee would also need to be refocused. • The University’s new Research Strategy would be ready in the summer, and would demonstrate the results of its refocusing efforts and how these were being applied within the schools. • The key questions driving the current review which needed to be addressed in preparation for REF 2020-21 were as follows: 	
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	<ul style="list-style-type: none"> - Where should we aim in 2020, compared with the 2014 position? - How does research fit into the University’s wider intellectual mission? - How do we ensure financial sustainability? - What does investing in our strengths look like? What factors should we take into account and how? - How do we avoid knock-on effects/unintended consequences of research strategy? <p>The faculties were now assessing the quality of their research work to see how best to progress their respective positions under the next REF.</p> <ul style="list-style-type: none"> • As to the question of why research was so important, engaging with research was a unique and defining feature of an university education. There was a big difference between being taught by a person who had carried out the relevant research as opposed to some-one who had merely read about it. Providing the opportunities for all its students to work alongside researchers was something that the University should aspire to do. <p><i>The following contributions were made to the discussions:</i></p> <ul style="list-style-type: none"> • There were various ways of assessing research and the REF was generally a successful way of analysing and measuring research quality. It set down common criteria which research had to satisfy in order to be submitted and graded. It also assisted institutions in presenting their research profiles. A good REF outcome was a very useful tool in recruiting students and in marketing programmes and subjects. Successful REF outcomes added to a university’s status and were an important driver in improving league table positions and in concentrating funding. Being defined as a credible research institution would be key in opening doors to future research funding opportunities. • However, the REF was not a complete answer. The direct and indirect costs of research and its sustainability were not always clear and needed further analysis. Future student recruitment also depended on other factors such as employability. It was important to ensure that research delivered what was expected of it and was in line with the University’s objectives as a charity. The University should not allow external measures to be the driver. In order to assess the quality of a university, it was necessary to evaluate its entire offering - teaching as well as research. The approach of some institutions was to engage staff who were exclusively research-focussed. However, the student experience remained key and so it was necessary to ensure student engagement with research staff. Careful thought would need to be given to how to use the REF outcomes to the University’s best advantage. • The University had a relatively high number of research staff on short term contracts because the funding for them was dependent on research grants. The answer was to win more grants to allow them to be engaged on a permanent basis. • It would be necessary to carry out an analysis of the return on investment in research and whether high levels of such investment produced specified results. When the Board was presented with proposals for investment in different areas, it was in effect required to conduct a comparison of the relative merits of investing in research or in other items such as campus improvements. It was noted though that many such proposals were of benefit to all areas of the institutional mission. • The costs of research should be considered at the Finance Committee in the 	<p>FC</p>
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	<p>first instance, before reverting to the Board.</p> <p>Agreed:</p> <ul style="list-style-type: none"> • Thanks were expressed to Professor Dafydd Moore for an informative presentation. • Interim PVC(R) and CFO to provide Finance Committee with a review of the costs of research activity to the University, and then report back to the Board. 	PVC(R)/ CFO
16/01/4	Teaching and Learning	
	<p>Update on the QAA HE Review <i>Presentation by Professor Pauline Kneale (Pro Vice-Chancellor – Teaching and Learning)</i></p> <p>Noted:</p> <ul style="list-style-type: none"> • QAA HE Reviews assessed the general quality of teaching and learning and were carried out on a 6-year cycle. The University’s last full review was in 2009, with an interim desk-based report carried out in 2013. It was therefore due a further review this year. • The University’s regulatory framework was complex and other quality reviews were carried out as part of this at different intervals by a number of professional bodies and other organisations such as GMC, GDC, OFSTED, Nursing and Midwifery Council and OIA. • The HE Review would take place in May, and would be looking at quality in four specific areas: <ul style="list-style-type: none"> - academic standards: a failure to meet these would put an institution’s entire teaching provision in jeopardy. - student learning opportunities - information - enhancement. • HE Institutions were expected to improve provision continuously in line with the QAA’s Quality Code. In addition to the Code of Practice, there were benchmark statements for each discipline. • The HE Review was peer-led and evidence-based. • The possible outcomes of an HE Review of academic standards were either that the institution met UK expectations or did not. The possible outcomes in the other three areas were: <ul style="list-style-type: none"> - commended; - meets UK expectations; - requires improvement to meet UK expectations; or - does not meet UK expectations. <p>There might be split outcomes in any one of these three areas.</p> • It was anticipated that the University should “meet UK expectations” in every single case. Gaining “commended” in an area would be excellent. If an institution’s review gave rise to issues, the publication of the final report would be delayed to give an opportunity for those issues to be resolved or an appeal to be heard. • Partner colleges went through this exercise. South Devon College had achieved two “commended” outcomes. • As to the timescale and procedure for the review, each institution received a year’s notice in advance. The team for the University’s review had been announced in November 2015 (they had no connection or previous dealings 	

	<p>with the University) and the preparatory meeting had taken place on 11 January 2016. The Self-Evaluation Document (SED) (currently comprising 200 pages and over 800 attachments/items of evidence) was in production. The SED would be published on 17 February 2016 when it would be available to the Board members. Currently the SED was in the upload period. In early March, if any additional evidence was required, this would be uploaded. The first review team meeting would take place in early April, and the visit to the University would take place in the week of 9 May 2016.</p> <ul style="list-style-type: none"> • For an institution of the University’s size and complexity (its arrangements with its partner colleges made it relatively complicated), the review visit was likely to take between 4 and 5 days. The findings letter and draft report would be produced in mid-July, and the University would have the opportunity to respond. The report would be published in September, and the University would be required to publish an action plan (which was required in all cases, irrespective of the outcome). • The process would be held in two stages – a desk-based analysis by the team followed by the review visit. It was anticipated that the review team would meet approximately 100 staff and students during the visit. • The focus of the review would be on how the University ascertained that its approach to quality assurance and enhancement was effective, and what steps could be taken to improve it. Practices should be consistent and strategic across the University. • Student involvement was more extensive than had previously been the case. Students produced their own SED and met the review team independently (although student and staff would attend each other’s meetings with the review team as observers). Students would contribute to all stages of the review and also to the responses and action planning after the visit. • The aim of the University was to produce enterprising and creative global citizens. Students were very much at the heart of the University’s activities. • The University had put forward six specific activities as demonstrating strategic enhancement:- <ul style="list-style-type: none"> - Curriculum Enrichment Project; - digital literacy; - education and sustainability; - inclusive teaching and assessment; - creation of Academic Partnerships; - Pedagogic Research Institute and Observatory. <p>Each was directly aligned to the University Strategy 2020, and the University was confident that these six University-wide initiatives have been, and would continue to be, instrumental in safeguarding academic standards and enhancing the quality of students’ learning experience.</p> <ul style="list-style-type: none"> • The Board was not involved in the review but would receive a report on the QAA’s findings at its meeting following the announcement of the result. • Following its previous review, the University currently had a “clean bill of health” and it was anticipated that this would be the same following the review in May. The University would have an opportunity to appeal against any adverse findings. <p>Agreed:</p> <ul style="list-style-type: none"> • Thanks to Professor Kneale for an informative presentation. 	<p>PK</p>
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	[Secretary's note: During this item, Matthew Dark left the meeting and Henry Warren joined it.]	
16/01/5	HR	
	<p>HR Policies and Procedures Project Update (Enclosure E) <i>Presentation by Vikki Matthews (Chief Talent Officer)</i></p> <p>Noted:</p> <ul style="list-style-type: none"> • The paper provided an update on progress in reviewing the University's employment-related policies and procedures. • The Board was requested to approve the Employment Committee's recommendations in section 2 of the paper as to which policies should require Board approval (and be signed off by the Employment Committee on the Board's behalf). This was in line with the provision in the University's proposed new Articles of Government which provided for the Board to make provision for certain HR policies. • The Employment Committee had discussed the Disciplinary, Capability and Grievance policies, and the Board was asked to approve the recommendations regarding scope as set out in section 3 of the paper. • In addition to the policies mentioned, the question was raised as to when the Anti-Bribery policy had last been updated. It was thought that this was three years ago but the Chief Talent Officer would check the position. <p>Agreed:</p> <ul style="list-style-type: none"> • To approve the list of employment policies set out in section 2 of the paper which would be signed off by the Employment Committee on behalf of the Board. • To approve recommendations regarding the Disciplinary, Capability and Grievance policies set out in section 3 of the paper. 	CTO
16/01/6	Finance	
	<p>Period 5 Management Accounts and Forecast (Enclosure F) <i>Presentation by Alastair Matthews (Chief Financial Officer)</i></p> <p>Noted:</p> <ul style="list-style-type: none"> • The analysis of financial performance for the 5 month period to 31 December 2015 showed that figures were in line with the forecast with an operating surplus ahead of plan. • The Finance team was working on the format of the management accounts for future presentations. This would be in tabular form and would include a list of risks and opportunities. This would be provided for the next meeting. • Of the savings required for the year as a whole, a small proportion remained unallocated. Work was ongoing to identify the remaining savings but there was confidence that this could be achieved. • It would be helpful for the Board to have projections for future years in order to assess spending proposals. Any projected spending was dependant on what was provided in HEFCE's funding letter but it was proposed to consider a set of high level assumptions for the next three years at Finance Committee. • Revenue was spread across 9 months rather than 12 months. It may be helpful to retain the same basis to enable a comparison with previous years. • The University's pensions deficit was increasing year on year. The Teachers Pension Scheme was not a concern given its funding basis, but the Local 	CFO

	<p>Government Pension Scheme was more problematic. The next actuarial valuation would be performed on the Devon County Council scheme at 31 March 2016. The 31 March 2015 balance sheet reflected the updated actuarial view, taking account of the requirements of FRS17.</p> <ul style="list-style-type: none"> • Details of the Strategic Investment Fund (paragraph 5 of the paper) did demonstrate some of the proposed investments in the pipeline. <p>Agreed:</p> <ul style="list-style-type: none"> • The Board noted the financial performance to date. 	
<p>16/01/7</p>	<p><u>University Report to the Board (Enclosure G)</u> <i>Presentation by Professor David Coslett (Vice Chancellor)</i></p> <p>Noted:</p> <ul style="list-style-type: none"> • The report provided the Board with a flavour of activities taking place across, or involving, the University. • The outcome of the Bloomberg survey had been welcome news. This survey listed the top 400 employers in the UK with at least 500 employees each and had been conducted in October 2015, via a series of online panels, using a sample of 15,000 employees to achieve a representative snapshot of British employers. Respondents answered 35 questions about their employer. Plymouth University was rated 42nd overall and the third highest ranked educational establishments behind University of Cambridge (23rd) and Oxford University (32nd). • The Student applications data was useful in providing an overall picture across the sector, and identified that although the national picture showed a decline due to demographic factors (particularly in the South East), the University was marginally up. International recruitment was in line with the University’s strategy although the University needed to work hard to retain international students once they had finished their courses. There was also a growth in National College in Teaching and Leadership (NCTL) numbers, and NHS numbers. • There was concern nationally about the fall in postgraduate student applications even though loans were in place to assist students returning to postgraduate study. However, this situation might be adversely affected by the effect of undergraduate loans. • Good progress had been made on application processing with thanks due to the Chief Marketing Officer’s team for their work. • A number of major research funding awards had been received and this reflected the standing of the research work carried out by the University. • The University would be implementing a number of changes to overtime, annual leave and other benefits as part of its Reward Strategy. Changes had been communicated to unions and employees but although the dialogue with the unions had been constructive, it had not been possible to reach an agreement. The University would proceed to implement the proposed changes. However, given the opposition, it was possible that some form of industrial action might follow. • The next three-yearly staff survey would be launched in April and would incorporate additional questions identified in the Governance Review so that the University could continue to monitor this area. It had been suggested that once every three years might not be sufficiently frequent for this survey and so consideration was being given to taking a more flexible approach. 	

	<ul style="list-style-type: none"> • The Programme/Project Overview was tracking 62 current active initiatives across the University in various stages of delivery. All key projects were on track. The Roadmap initiatives have been added to the PMO Register to enable monitoring and the reporting of UEG decision milestones. • A notice of UEG decisions in the form set out in Annex I had been circulated to all staff in order to provide more transparency with respect to UEG's activities. 	
16/01/8	<p><u>Graduate Employability</u> <i>Presentation by Professor Richard Stephenson and Shirley Walker (Head of Careers and Employability)</i></p> <p>Noted:</p> <ul style="list-style-type: none"> • The University continued to refine and enhance a cohesive offer around employability. Looking ahead, there were three key projects: <ul style="list-style-type: none"> - To establish a roadmap for each student's personal development which would enable students to assess their own employability and express their skills more clearly in the workplace. This involved face-to-face training being moved to a virtual learning environment and assistance to students in enhancing their HE Achievement Record; - To develop work-based experience and employment opportunities. The University was in the process of consolidating the employability databases (which mapped the University's relations with industry, GAIN and others) to produce one single interface. - To review and refine employability governance, strategy and metrics. This would involve the group working on the University's position in league tables. • The number of placements was increasing (from 3711 in 2013/14 to 4665 in 2015/16), and the University was aiming for placements to be an option for every course. They were now able to track the students on placement on a Faculty basis. • Santander Bank was sponsoring a three months' internship scheme. The University was No. 1 in the UK for Santander's graduate internships. • The numbers of students recruited by the University and by external employers had increased. A survey of graduate employers in the region identified that:- <ul style="list-style-type: none"> - the NHS was in 1st place - 2nd place - the University - 3rd place - the Royal Navy - 4th place - Babcock International - 5th place - Tesco. • A new employment fair had been held in October 2015 to enable students to engage with external employers, and this would be repeated in February. • The Student ambassadors scheme had been a successful initiative, and was being used regularly. • The University had a graduate recruitment scheme in place to help with graduate vacancies. Enterprise Solutions had been established by the University to work with a variety of employers in different sectors to support their business needs and to help with graduate recruitment. There were currently 170 vacancies for graduates and the latter would be contacted to discuss the opportunities available. • The new Careers and Employability Hub had been developed as a "one stop 	

	<p>job shop”, with the aim of assisting more students and at an earlier stage of their University experience. It had been found that more students from the Faculty of Science and Engineering had been engaging with the Hub. Accordingly, an analysis was being undertaken to identify why this was the case so that relevant information could be shared with other faculties.</p> <ul style="list-style-type: none"> • Next steps would include:- <ul style="list-style-type: none"> - careers registration. This would assess students’ readiness for the marketplace; - an Employability Board; - an integrated job shop; - the expansion of employer and alumni mentoring. It was intended to involve alumni more to try to provide every student with a mentor; and - arranging placements with BT, Cisco and other suppliers of the University. <p>The University had a long term strategy but it would take a few years for the positive effects of these changes to work through the system.</p> <ul style="list-style-type: none"> • The Destination of Leavers from Higher Education (DLHE) survey (which assessed where graduates went after leaving university) identified that for employment overall (ie, graduates in work or further study), the University was in the middle range. Although the University’s performance was improving, competitors were doing so at a faster rate and so the University was not in the position it would wish to be. The response rate for University graduates to the DLHE survey had risen to 47%, about 9% ahead of last year’s position. • Over the next couple of years, the Board might wish to consider the level of employability services being provided and the case for further investment in employability and outreach activities. <p>Agreed:</p> <ul style="list-style-type: none"> • Thanks to Professor Richard Stephenson and Shirley Walker for an interesting and informative presentation. • Professor Richard Stephenson would be leaving the University to take up his new role of Deputy Vice-Chancellor at the University of Salford. The Chairman expressed gratitude on a personal basis and on behalf of the Board to Richard for his contribution to both the Board and University over the last few years. 	
16/01/9	<p><u>Portfolio Review</u> <i>Presentation by Professor Simon Payne (Interim Deputy Vice-Chancellor)</i></p> <p>Noted:</p> <ul style="list-style-type: none"> • For the benefit of the new governors, the Portfolio Review process had led to the review of approximately 400 postgraduate and undergraduate programmes. Of these, about 50 had been found to be dormant. 17 areas had been identified for more detailed review on the basis of their quality or financial sustainability. • The proposals for the School of Government (Sociology, Politics and Public Services) had been approved. • Detailed proposals for Social Work had also been approved. • The proposals for Fine Art, Media Arts and Photography, Digital Art & Technology and the Planetary Collegium had been approved by UEG and would be considered by Academic Board on 17 February before coming to 	

	<p>the Board of Governors at its meeting on 23 February.</p> <ul style="list-style-type: none"> • Proposals for the remaining areas would be considered by UEG in February/March and, if approved, would then be presented to Academic Board and the Board of Governors. • The next set of detailed review outcomes to be considered by UEG would relate to the Institute of Education. • Professional services were also under review. The focus would be on quality of service and efficiency. There were two strands:- <ul style="list-style-type: none"> - short-medium term plans for this area; and - a longer-term view of how professional services might be developed. This would be a wider-ranging review and would aim to produce proposals over the next nine months. 	
<p>16/01/10</p>	<p>Instrument and Articles of Government (Enclosure H) <i>Presentation by Matthew Jackson (University Solicitor and Interim Clerk to the Board)</i></p> <p>Noted:</p> <ul style="list-style-type: none"> • The report provided an update on the progress of the University’s application for Privy Council approval to amend its Instrument and Articles of Government, and the likely timetable for approval and implementation of those amendments. • The application for Privy Council approval had been submitted on 22 December 2015. However, at the time of submitting the application, it had been decided to include a provision which would enable the University (should it wish to do so in the future) to adopt a policy of remunerating certain members of the Board of Governors. This would apply in addition to the Board’s existing powers to reimburse governors for their expenses and compensate them for loss of earnings. The inclusion of this provision had prompted the Privy Council to request a further paper on the University’s reasons for its inclusion. This had been submitted on 18th January 2016. Accordingly, the Privy Council was now considering the University’s application. • Whether the University decided to adopt this provision would need thorough debate, and consultations with HEFCE and the University’s various stakeholders. It would also be necessary to consider practices elsewhere in the higher education sector (although a number of other universities had already adopted the power to remunerate governors and the University Solicitor would be contacting them to discuss their experiences in adopting and implementing the policy). Given that governors were charity trustees who were not generally entitled to remuneration (as opposed to the reimbursement of expenses or compensation for loss of earnings) without express provision, it would be necessary to demonstrate that governors’ remuneration would provide the University with clear and significant advantages and to comply with strict procedures and requirements to address any conflicts of interest. But if the University did decide to adopt such a policy in the future and assuming Privy Council approval was forthcoming, it would be able to do so without further constitutional restraint. • If the decision was taken to remunerate governors, it may be necessary to introduce formal terms of appointment and more robust appraisals for governors. 	

	<ul style="list-style-type: none"> • Another key change to the I&A reflected the revised name, role and composition of the proposed new Senate which would replace the Academic Board. It was intended to implement the election process for Senate membership in March so that as soon as approval had been received from the Privy Council, the new Senate could be established. • Once the new draft I&A had been settled and had received the Privy Council's informal approval (which should take 4-6 weeks), it would go to the Board of Governors for approval (subject to formal Privy Council approval being granted). • A presentation of the proposed changes to the University's instrument and articles had been made to the Joint Consultative Committee on 25th January 2016. 	
16/01/11	<u>Academic Board</u>	
11.1	Minutes of the Meeting held on 4 November 2015 (Enclosure I) Noted.	
11.2	Draft minutes of the Meeting held on 16 December 2015 (Enclosure J) Noted.	
16/01/12	<u>Board Committees</u>	
12.1	<p>Report from the Reward and Remuneration Committee meeting held on 15 December 2015 Noted:</p> <ul style="list-style-type: none"> • The summary of the meeting of the Reward and Remuneration Committee held on 15 December 2015 was noted. • The meeting:- <ul style="list-style-type: none"> - discussed and agreed Performance-Related-Pay for participating members of staff (n=5) and baseline salary uplifts for some members of the Executive team; - considered an update on the Reward Strategy; and - discussed the future options for the Performance-Related Pay scheme. • Due to the confidential nature of discussions, individual remuneration decisions would not be disclosed. <p>Agreed:</p> <ul style="list-style-type: none"> • The Board noted the report. 	
12.2	<p>Report from the Governance and Nominations Committee meeting held on 28 January 2016 Noted:</p> <ul style="list-style-type: none"> • The Committee had considered the Governance Review and how this should be closed off, and had agreed to seek endorsement of the key recommendations. • Updated terms of reference for the Board of Governors and its Committees had been considered, and the Committee had recommended that the Board should approve the updated version. • The appointment process for the new independent governors had been considered. The Committee had been pleased with the outcome of the process but it was necessary to review how the process might be improved further to ensure that an appropriate skills mix was achieved. • There had been an initial discussion with regards to succession planning for 	

	key Board officer roles.	
16/01/13	<u>Any other business</u>	
13.1	<p>Professor David Coslett</p> <p>Noted:</p> <ul style="list-style-type: none"> • The Chairman expressed his gratitude to David Coslett personally and on behalf of the Board for his wise counsel, calmness, perception and integrity during his leadership of the University over the past 14 months, and for improving the University's position. • Professor Coslett responded that he had welcomed the support of the Board which had been key for the progress during his time as Interim Vice-Chancellor. 	
16/01/14	<u>Date of next meeting</u> Tuesday 23 February 2016, 1430-1730	

Minute	ACTION PLAN	By	Deadline
16/01/1.3	Updated Terms of Reference and Composition of the Board of Governors and its Committees	MM	As soon as possible
16/01/2.1	Update Board minutes of 24 November 2015	MM	As soon as possible
16/01/2.2	Update Board minutes of 17 December 2015	MM	As soon as possible
16/01/2.2	Circulate via email the note of joint discussions held between the Board and UEG on 17 December	MM	As soon as possible
16/01/2.3	Publish minutes on the Board's web page	MM	As soon as possible
16/01/3	Interim PVC(R) and CFO to provide Finance Committee with a review of the costs of research activity to the University, and then report back to the Board.	PVC(R)/ CFO	July
16/01/4	Update on result of the QAA review	PK	June
16/01/5	Chief Talent Officer to check when the Anti-Bribery policy was last updated.	CTO	February
16/01/6	A list of risks and opportunities would be provided as part of the management accounts at the next meeting	CFO	February

Appendix 1: Declarations of interest

Name	Organisation	Role
James Brent	Akkeron Group LLP Natatomisam Limited; Akkeron Leisure Limited; Oldway Mansion Limited; Five Directions Limited; HHP Nominee Limited; Akkeron Hotels Group Limited; Akkeron Hotels Management Limited; Saltrock Surfwear Limited Plymouth Argyle Football Club Limited Royal Devon and Exeter NHS Foundation Trust South West Ticketing Solutions Limited; The Plymouth Pavilions Limited; Resurgam (West End) Limited; Suite Hospitality Limited;	Chairman and CEO Director Chairman Chairman (non Exec) Director
Hamish Anderson	Norton Rose Fulbright LLP Nottingham Trent University Kingston University Le Page Architects Ltd	Member Visiting Professor Visiting Fellow Wife is a director
Matthew Dark	University of Plymouth Students' Union UPSU Trustee Board	Vice-President and trustee
Ian Duffin	Dean Close School IAD Management Services Limited Yoganic Limited	Trustee, Member of Council & Non Executive Director Director Director
Barbara Fuller	None	
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
Jane McCloskey	Fixers (Public Service Broadcasting Trust), Marwell Wildlife Theatre Royal Plymouth	Trustee Trustee Trustee
Mary Palmer	None	
Steve Pearce	Deputy Lieutenant of Devon Drake Foundation	Vice-Chairman Member

	Devon and Cornwall Crimestopper Hamoaze House	Trustee
Dr Ranulf Scarbrough	BT Group PLC	Employee
Margaret Schwarz	Cornish Mutual Insurance	Governance Lead
Dr Mike Sheaff	brother is employed by the University (Prof Rod Sheaff in the School of Government, faculty of Business) Stoke Damerel Community College (one son is an employee) B&Q (one son is an employee) younger son has been selected by the Green Party to stand for election to Plymouth City Council in Drake Ward (in which the campus is located)	Staff governor
Stephen Tillman	Altitude(Ascot) Limited Altitude Real Estate LLP– name change to ARE (Properties) LLP Altitude Property Developments Limited Altitude (Arncott) Limited Argent Projects Nos 2 Partnerships Argent Projects No.3 Partnerships SGR (Bicester 2) Limited SGR (Farringdon) Limited Altitude Real Estate Limited ST 2015 Holdings Limited ARE (Binfield) Limited SGR (Bicester 3) Limited SGR (Bicester 4) Limited ARE (Moss End Limited	Director Partner Director Director & shareholder Partner Partner Director Director Director Director Director Director Director Director
Ruth Titmuss	University of Plymouth Students' Union UPSU Trustee Board	President and trustee Chair
Henry Warren	Plymouth Science Park Advisory Board Plymouth Hospitals NHS Trust Fluvial Innovations Limited	Member Non-executive director Director
Denis Wilkins	Royal College of Surgeons – Faculty Peninsula Medical Foundation Confidential Reporting Programme in Surgery (CORESS) Menheniot Old School Trust PUPSMD Board Son in Law Director at Ernst & Young	Chair Trustee Trustee Member