

Plymouth University
Higher Education Corporation
Board of Governors

Minutes of the Meeting of the Board of Governors held on Tuesday 26 April 2016 at 2.30 pm.

Present:

James Brent (Chairman)	Mary Palmer
Hamish Anderson	Steve Pearce
Matthew Dark	Professor Judith Petts (Vice Chancellor)
Ian Duffin	Dr Ranulf Scarbrough
Barbara Fuller	Dr Mike Sheaff
Dr Rong Huang	Ruth Titmuss
Kate Jackson	Henry Warren
Jane McCloskey	Denis Wilkins

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

In attendance: Professor Simon Payne (Deputy Vice-Chancellor)
 Alastair Matthews (Chief Financial Officer)
 Vikki Matthews (Chief Talent Officer)
 John Wright (Chief Information Officer)
 Siân Millard (Interim Head of Governance and Secretariat)
 Margaret Metcalfe (Governance Officer)

		Action
16/04/1	<p><u>Obituaries</u> Noted:</p> <ul style="list-style-type: none"> • The passing of Suad Al Soeh, an international research student, who died on Thursday 24 March after a long battle with leukemia. 	
16/04/2	<p><u>Membership</u></p>	
2.1	<p>Apologies for Absence and Board Membership Noted:</p> <ul style="list-style-type: none"> • Apologies had been received from Margaret Schwarz (Board member) and David Alder (Executive). • The Board noted with regret the resignation of Stephen Tillman due to his increasing work commitments. The Chairman would write to him on the Board's behalf to express thanks and to encourage him to support the University in other ways. 	Chairman
2.2	<p>Notification of Any Other Business Noted:</p> <ul style="list-style-type: none"> • See item 16/04/8 below. • Aside from this, there were no additional items of 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 to be discussed at the meeting had been identified. 	

2.4	<p>Confidentiality Status of Agenda Items</p> <p>Noted:</p> <ul style="list-style-type: none"> The following items were classified as strictly confidential on the grounds of commercial confidentiality: <ul style="list-style-type: none"> Renewal of Bank Facilities (item 4). Minutes of Finance Committee (items 7.1). 	
16/04/3	<u>Minutes</u>	
3.1	<p>Minutes of the Meeting of the Board of Governors held on 22 March 2016 (Enclosure A)</p> <p>Noted:</p> <ul style="list-style-type: none"> Subject to amending Minute 16/03/11.4 to correct the date of the Finance Committee meeting as referred to, the minutes were approved as a correct record of the meeting and signed by the Chairman. 	
3.2	<p>Necessary Redactions</p> <p>Agreed:</p> <ul style="list-style-type: none"> Appendix 2 to the minutes should be redacted before the minutes were published. 	MM
3.3	<p>Matters Arising (Enclosure B)</p> <p>Noted:</p> <ul style="list-style-type: none"> The report, for information only, on various matters arising was noted. Tours of the Faculty of Health and Human Sciences and the Faculty of Science and Engineering had taken place on 7 April 2016. Thanks were expressed to the respective Deans and their teams for providing extensive programmes for these visits, and governors were encouraged to attend future visits. 	
16/04/4	<p><u>Renewal of Bank Facilities (Enclosure C) (Strictly Confidential)</u></p> <p>Noted:</p> <ul style="list-style-type: none"> The University was required to renew annually its banking facilities with HSBC as described. At its meeting on 22 March 2016, the Finance Committee had recommended to the Board the renewal of these facilities. <p>Agreed:</p> <ul style="list-style-type: none"> The Board approved the renewal of the banking facilities on the terms presented, and authorised the execution on the University's behalf of the formal resolution to approve the facilities. 	
16/04/5	<p><u>Annual Equality Report (Enclosure D)</u></p> <p>Noted:</p> <ul style="list-style-type: none"> Pursuant to the Equality Act 2010 and regulations thereunder, the University was required to provide an annual equality report (which included an accompanying set of publicly available data) on its progress during the 2014-2015 period against the objectives detailed in the University's Equality Scheme. The report was published annually and was accessible on-line. The report had been discussed at the University's Equality, Diversity and Inclusion Committee (EDIC) and the Executive. At its meeting that morning, the Employment Committee had recommended that the Board should approve the publication of the report on the University website in accordance with the University's statutory requirements. The University's objectives had been set in 2010. These now required review. EDIC was currently considering revisions to the objectives to make them more focussed. Most of the current targets had been met. However, women continued to be under-represented in senior academic roles, representing only 19% of the 	

	<p>University's professors, and 35% of associate professors/senior lecturers against a target of 40% (although the number of associate professors/readers had exceeded their target). The problem was multi-faceted and common throughout the sector. Various initiatives were being taken to address this: eg,</p> <ul style="list-style-type: none"> - the University was reviewing its academic promotion process and criteria; - a Women's Network had been set up; - the University was implementing its action plan as a member of the Athena SWAN charter for women in Science, Technology, Engineering, Mathematics and Medicine; and - a mentoring programme had been established to help support potential applicants for promotions with their applications. <p>It would also be helpful to work with other institutions to identify what measures they were taking.</p> <ul style="list-style-type: none"> • The report covers both staff and students. <p>Agreed:</p> <ul style="list-style-type: none"> • The Board approved the annual equality report and its publication on the University's website. 	
16/04/6	<p><u>Update on Chairman's Succession and Job Specification (Enclosure E)</u></p> <p>Noted:</p> <ul style="list-style-type: none"> • The paper identified progress so far and outlined in part the proposed job description for the Chairman, following consultations with the Executive, staff and students. A full job description will be developed by HR, building on the work done to date. <p><i>Job Description</i></p> <ul style="list-style-type: none"> • Within the description of "experience, knowledge and characteristics", the reference to an understanding of higher education should not be interpreted as requiring detailed HE experience. The purpose of the phrase is to ensure that the University's next Chairman has a passion for HE and a deep appreciation of its societal purpose. The current wording was flexible but should be amended to clarify this point. • The title needed to be clarified - ie Chair or Chairman. • It was unlikely that a candidate would possess all the requisite experience, knowledge and characteristics and so it would be appropriate to rank the features, distinguishing the essential from the desirable. • To clarify the time commitment expected of an appointee, the Board would need to settle the number of Board meetings going forward. • The line management function and whether the role was primarily governance-based or ambassadorial would also need to be clarified. • It was common practice across the sector for the Chairman also to serve as a Pro-Chancellor to highlight the more ambassadorial aspects of the role. <p><i>Search Process</i></p> <ul style="list-style-type: none"> • Three recruitment agents had been approached and one, Saxton Bampfylde, had been identified as the recommended choice in view of its national presence and its significant experience in the recruitment of Chair level roles. <p><i>Oversight of Process</i></p> <ul style="list-style-type: none"> • Henry Warren and Margaret Schwarz had led the search process so far but going forward, it was recommended that a working group of independent 	

	<p>governors should oversee the approval of the job description and recruitment process as a whole. It was also important to involve the Executive (via the Vice Chancellor), students and staff in this process.</p> <ul style="list-style-type: none"> • After discussion, it was recommended that Kate Jackson and Denis Wilkins should be co-opted on to the Governance and Nominations Committee and that, together with Henry Warren and Margaret Schwarz, they would oversee the recruitment and interview process (including advertising, long-listing and short-listing to the extent considered appropriate, having taken the advice of the recruitment agents) and report back to the Governance and Nominations Committee. That Committee would then in turn make its recommendations to the Board (excluding the current Chairman). • The recruitment agents selected would be asked to advise on how best to approach candidates and to advertise the position, particularly in order to address the University's equality and diversity objectives. <p>Agreed:</p> <ul style="list-style-type: none"> • The Board approved the appointment of Saxton Bampfyld as recruitment agents for the new Chairman of the Board. • To co-opt Kate Jackson and Denis Wilkins on to the Governance and Nominations Committee and for them to form a working group with Henry Warren and Margaret Schwarz with oversight over the recruitment and interview process and to report to the Governance and Nominations Committee. 	
16/04/7	<u>Committees Minutes</u>	
7.1	<p>Minutes of the Finance Committee meeting held on 22 March 2016 (Strictly Confidential)</p> <p>Noted.</p> <ul style="list-style-type: none"> • A report on this meeting had been provided at the March Board meeting. 	
7.2	<p>Report from the Employment Committee Meeting held on 26 April 2016</p> <p>Noted:</p> <ul style="list-style-type: none"> • The Committee had reviewed and approved the proposed Disciplinary, Grievance, and Capability policies, subject to minor corrections. As the policies relating to Equality and Diversity and Anti-Harassment and Bullying each covered students as well as staff, it was recommended that these should be approved by the Board. These two particular policies were currently under review and would be presented to the Board for approval at its July meeting. • The use of workforce analytics was welcomed. The process was at an early stage and updates would be given in due course. • The on-going dispute with the trade unions relating to changes to overtime, annual leave and other benefits had been resolved successfully. • The future status of the Employment Committee had been discussed, noting that the Board had agreed at its March meeting to the removal of the Employment Committee from the Board Committee structure with effect from the start of the next academic year. Going forward, strategic employment issues and policies would be addressed at Board level while reward and remuneration issues would continue to be dealt with by the Reward and Remuneration Committee. It was also proposed to nominate a Board member to assume particular responsibility for employment and HR issues in general and matters such as the staff survey in particular. It was recommended that the Board carry out a review after 12 months to ensure 	

	<p>that this new structure was working efficiently.</p> <ul style="list-style-type: none"> As two co-opted external members had only just been appointed to the Employment Committee, the Chairman would write to thank them for their contribution and to encourage them to continue their association with the University. 	Chairman
16/04/8	Any Other Business	
	<p>PREVENT Strategy and University's Response</p> <p>Noted:</p> <ul style="list-style-type: none"> A report was tabled which provided an update on the University's progress in implementing its Prevent Duty, together with a summary of interactions with HEFCE to date. It was intended to provide a full report on implementation at the Board's July meeting. 	Director of Student Services
16/04/9	Date of Next Meeting Tuesday 24 May 2016, 1430-1730	

Appendix 1: Action Plan

Minute		By	Deadline
16/04/2.1	Stephen Tillman's resignation from the Board: The Chairman to write to him on the Board's behalf to express thanks and to encourage him to support the University.	Chairman	As soon as possible
16/04/3.1 and 3.2	Minutes of Board meeting of 22 March 2016: Minor correction to be made and Appendix 2 to be redacted before publication of the minutes.	MM	As soon as possible
16/04/4	Renewal of Banking Facilities: Facilities letter and formal resolution to be executed on the University's behalf	Chairman and VC	Completed
16/04/5	Annual equality report: to be published on the University's website	CTO	As soon as possible
16/04/6	Chairman's Succession Planning: <ul style="list-style-type: none"> To appoint Saxton Bampfylde as the recruitment agents for the new Chairman of the Board. To co-opt Kate Jackson and Denis Wilkins on to the Governance and Nominations Committee and for them to form a working group with Henry Warren and Margaret Schwarz with oversight over the recruitment and interview process and to report to the Governance and Nominations Committee. The Governance and Nominations Committee make a recommendation to the Board. 	GNC	As soon as possible
16/04/7.2	Employment Committee: The Chairman to write to thank the external Committee members for their contribution and to encourage their continued involvement with the University.	Chairman	As soon as possible
16/04/8	PREVENT Strategy and University's response: to provide the Board with a full briefing on the Prevent duty and its responsibilities, plus an update on the University's actions, at its July meeting.	Director of Student Services	

Appendix 2: Declarations of interest

Name	Organisation	Role
James Brent	<p>Akkeron Group LLP</p> <p>Natatomisam Limited; Akkeron Leisure Limited; Oldway Mansion Limited; Five Directions Limited; HHP Nominee Limited; Akkeron Hotels Group Limited; Akkeron Hotels Management Limited; Saltrack Surfwear Limited</p> <p>Plymouth Argyle Football Club Limited</p> <p>Royal Devon and Exeter NHS Foundation Trust</p> <p>South West Ticketing Solutions Limited; The Plymouth Pavilions Limited; Resurgam (West End) Limited; Suite Hospitality Limited;</p>	<p>Chairman and CEO</p> <p>Director</p> <p>Chairman</p> <p>Chairman (non Exec)</p> <p>Director</p>
Hamish Anderson	<p>Norton Rose Fulbright LLP</p> <p>Nottingham Trent University</p> <p>Kingston University</p> <p>Le Page Architects Ltd</p>	<p>Consultant</p> <p>Visiting Professor</p> <p>Visiting Fellow</p> <p>Wife is a director</p>
Matthew Dark	<p>University of Plymouth Students' Union</p> <p>UPSU Trustee Board</p>	<p>Vice-President and trustee</p>
Ian Duffin	<p>Dean Close School</p> <p>IAD Management Services Limited</p> <p>Yoganic Limited</p>	<p>Trustee, Member of Council & Non Executive Director</p> <p>Director</p> <p>Director</p>
Barbara Fuller	<p>None</p>	
Dr Rong Huang	<p>Association for Tourism in Higher Education</p> <p>Tianjin University of Commerce</p> <p>Quality Assurance Agency Enterprises</p>	<p>Executive member</p> <p>Guest Professor</p> <p>Associate</p>
Kate Jackson	<p>Trethawle Enterprises</p> <p>Trethawle Renewables</p> <p>Clean Earth Trethawle Turbine</p> <p>Cornwall Care</p>	<p>Partner</p> <p>Director</p> <p>Director</p> <p>Interim HR Director</p>
Jane McCloskey	<p>Fixers (Public Service Broadcasting Trust),</p> <p>Marwell Wildlife</p> <p>Theatre Royal Plymouth</p>	<p>Trustee</p> <p>Trustee</p> <p>Trustee</p>
Mary Palmer	<p>None</p>	
Professor Judith Petts	<p>Sir Alister Hardy Foundation for Ocean Science</p> <p>BBSRC</p>	<p>Trustee</p> <p>Council member</p>

	<p>NERC Innovation Board</p> <p>University of Southampton</p> <p>University of Westminster</p>	<p>Member</p> <p>Visiting Professor</p> <p>Husband is Vice-Chancellor</p>
Steve Pearce	<p>Deputy Lieutenant of Devon</p> <p>Drake Foundation</p> <p>Devon and Cornwall Crimestopper</p> <p>Hamoaze House</p>	<p>Vice-Chairman</p> <p>Member</p> <p>Trustee</p>
Dr Ranulf Scarbrough	BT Group PLC	Employee
Margaret Schwarz	Cornish Mutual Insurance	Governance Lead
Dr Mike Sheaff	<p>brother is employed by the University (Prof Rod Sheaff in the School of Government, faculty of Business)</p> <p>Stoke Damerel Community College (one son is an employee)</p> <p>B&Q (one son is an employee)</p> <p>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)</p>	Staff governor
Ruth Titmuss	<p>University of Plymouth Students' Union</p> <p>UPSU Trustee Board</p>	<p>President and trustee</p> <p>Chair</p>
Henry Warren	<p>Plymouth Science Park Advisory Board</p> <p>Plymouth Hospitals NHS Trust</p> <p>Fluvial Innovations Limited</p>	<p>Member</p> <p>Non-executive director</p> <p>Director</p>
Denis Wilkins	<p>Royal College of Surgeons – Faculty</p> <p>Peninsula Medical Foundation</p> <p>Confidential Reporting Programme in Surgery (CORESS)</p> <p>Menheniot Old School Trust</p> <p>PUPSMD Board</p> <p>Son in Law Director at Ernst & Young</p>	<p>Chair</p> <p>Trustee</p> <p>Trustee</p> <p>Member</p>