

University of Plymouth
Higher Education Corporation

Board of Governors

Minutes of the Meeting of the Board of Governors held on Thursday 6 October 2016 at 9.45 am.

Present: Colin Drummond OBE DL (Chair) Professor Judith Petts CBE (Vice Chancellor)
Hamish Anderson Dr Mike Sheaff
Ian Duffin Henry Warren
Barbara Fuller Steph Wearne
Dr Rong Huang Denis Wilkins
Kate Jackson
Lowri Jones
Mary Palmer

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

In attendance: Professor Simon Payne (Deputy Vice-Chancellor) (**DVC**)
David Alder (Chief Marketing Officer) (**CMO**)
Alastair Matthews (Chief Financial Officer) (**CFO**)
Margaret Metcalfe (Governance Officer to the Board)(**MM**)

Item		Action
Prelim	<p>Chair's Introductory Remarks</p> <p>Noted:</p> <ul style="list-style-type: none"> • The Chair expressed his appreciation for his appointment and looked forward to working with the members of the Executive and Board for the good of the University. • To inform Board members of the standard items of business to be addressed by the Board and its committees during the academic year, an "annual cycle of business" document would be circulated. This listed those standard items, summarised when they were due for consideration and by which committee (and in particular, those matters to be considered and/or forwarded to the Board by the Audit and Finance Committees), and provided a framework for additional items to be included as appropriate. Members were invited to feed back any comments to the Secretary. • On reviewing the Committee structures, the Chair thought it more appropriate for governance aspects to be considered by the Audit Committee or full Board. Accordingly, for clarity the Governance and Nominations Committee should revert to its original "nominations" role in line with its terms of reference, and to its original name of "Nominations Committee". A proposal for this purpose would be brought to a future meeting. 	<p>MM</p> <p>All/USIC</p> <p>USIC</p>

16/10/1	<p><u>Obituaries</u> Noted:</p> <ul style="list-style-type: none"> • The death of John Earle, a postgraduate student who had been a member of the University's staff based at the Britannia Royal Naval College. • The deaths of two former University governors: <ul style="list-style-type: none"> - Professor Ian Mercer CBE who had served as the first Chief Executive of the Countryside Council for Wales and had been Secretary-General of the Association of National Parks Authorities. - Rear Admiral Michael Thomas who served in the Royal Navy with several notable appointments, including Captain of HMS DRAKE, Superintendent Ships Devonport and President of the Ordnance Board. 	
16/10/2	<p><u>Membership</u></p>	
2.1	<p>Apologies for Absence Noted:</p> <ul style="list-style-type: none"> • Apologies had been received from Margaret Schwarz (Board member). 	
2.2	<p>Notification of Any Other Business Noted:</p> <ul style="list-style-type: none"> • No additional items of business had been received. 	
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. The new Chair's declared interests had been included. • 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 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"> - Minutes of the Special Meeting of the Board of Governors held on 7 September 2016 (item 3.2) - Revised Operating Model for Quality Assessment (item 4) - Finance: Draft 2015-16 year-end position (item 5) - Annual Safety Report (item 6) - Student Recruitment Update (item 7) - Report on Use of the University Seal (item 8) - Audit Committee Minutes (item 9) 	
16/10/3	<p><u>Minutes</u></p>	
3.1	<p>Minutes of the Meeting of the Board of Governors held on 26 July 2016 (Enclosure A) Noted:</p> <ul style="list-style-type: none"> • The minutes were approved as a correct record of the meeting and signed by the Chair. 	
3.2	<p>Minutes of the Special Meeting of the Board of Governors held on 7 September 2016 (Enclosure B) (Strictly Confidential) Noted:</p>	

	<ul style="list-style-type: none"> The minutes were approved as a correct record of the meeting and signed by the Chair. 	
3.3	<p>Necessary Redactions</p> <p>Agreed:</p> <ul style="list-style-type: none"> The minutes of the meeting on 26 July 2016 could be published in full. In accordance with item 16/10/2.4, the minutes of the meeting on 7 September 2016 would remain confidential and not be published. 	MM
3.4	<p>Matters Arising (Enclosure C)</p> <p>Noted:</p> <ul style="list-style-type: none"> The report provided on various matters arising for information only was noted. 	
16/10/4	<p>Revised Operating Model for Quality Assessment (Enclosure D) (Strictly Confidential) <i>Presentation by the DVC</i></p> <p>Noted:</p> <ul style="list-style-type: none"> The QAA Higher Education Review (HER) system was being replaced by the new Annual Provider Review (APR) process operated by HEFCE. No further HERs would be conducted in 2016-17. The new APR process had important implications for the University as the annual quality assessment and rating made by HEFCE would be published and would determine the University's risk status. An assessment that an institution had failed to 'meet requirements' would trigger regulatory intervention. The APR was intended to be a 'light touch' process, using existing data and based on regular meetings with the institution concerned. The focus would be on outcomes rather than process. HEFCE would make its annual quality assessment on the basis of the following data: <ul style="list-style-type: none"> Information in HESA and HESES returns, the National Student Survey (NSS) and Destination of Leavers from Higher Education (DHLE) survey and other current returns. These were all existing data sources but HEFCE would use them to identify whether institutions were operating within expected boundaries. The NUS was considering a potential boycott of the NSS. If this took place, then HEFCE would look to other sources of information for evidence; the governing body's assurance of quality; and soft intelligence: HEFCE would speak to the Vice-Chancellor and other executives as part of its regular quarterly meetings. A meeting with HEFCE was due in the next couple of weeks. <p>In addition, every five years HEFCE would carry out an audit to assess how the Board was being provided with assurance on quality. The University was due to be audited in 2017/18.</p> As mentioned, HEFCE would rely on assurance from the Board. The Board would be required to assume greater responsibility for quality and to approve an assurance quality statement. The assurance provided by the Board would need to cover:- <ul style="list-style-type: none"> the student academic experience and methodologies used to improve this; student outcomes and periodic review processes; and the standards of awards (in particular, the use of external examiners from other universities). 	

	<ul style="list-style-type: none"> • The University's year-end report and accounts were being prepared and audited. They would be presented to Audit Committee and Finance Committee on Thursday 17 November and, subject to any matters arising, would be presented for approval at the Board's November meeting before submission to HEFCE by the 1 December deadline. • The draft financial results had been reviewed at UEG on 14 September and showed a surplus in line with expectations, as set out in the previous month's report. • The actuary's report in respect of the LGPS Devon Pension Scheme had since been received. This had identified a significant increase in net pension liability. While worse than anticipated, it was important to bear in mind that this was an annual valuation for accounting purposes (which assessed the current value of scheme assets and its future benefits discounted at a specified rate), rather than an actuarial valuation which reflected real returns anticipated on the scheme's actual investment portfolio which was then used to determine the level of contributions to the scheme. The latter valuation was done every three years and the latest valuation would be received later this year. It was anticipated that the increase in contributions would be less than the accounting valuation suggested. The accounting valuation would not directly affect the University's borrowing capacity. • The outcome of the funding valuation would be considered with other work being done to look at pension cost exposure in time for the January Finance Committee meeting. • Although the external auditors had not yet reviewed the consolidated accounts, they had indicated that there were no significant issues arising from the external audit at this stage. • The annual returns were to be submitted to HEFCE following the November Board meeting. While tight, the timetable was achievable. • The financial statements would include a joint statement by the Vice-Chancellor and Chair. A draft had been produced for consideration. <p>Agreed:</p> <ul style="list-style-type: none"> • The Board noted the draft results and the process for finalising the formal Report and Accounts and annual returns for HEFCE. 	
16/10/6	<p>Annual Safety Report (Enclosure F) (Strictly Confidential) <i>Presentation by the DVC</i></p> <p>Noted:</p> <ul style="list-style-type: none"> • Clarification was sought as to why the Annual Safety Report had been classified as confidential. The Board was advised that the Byelaws set out how documents were categorised for confidentiality purposes (ie, unrestricted, embargoed pending the meeting or confidential) and it was for the author in the first instance to select the appropriate category. • Regarding the Annual Safety Report, some items in the report (eg, RIDDOR and the prohibition notice) were already in the public domain but some data (particularly in Appendices 1 and 4) was sensitive. Hence the overall report had been classified as confidential. Further consideration would be given to the format of the report for future years and the redaction of sensitive information to enable the report as a whole to be published. • The report's purpose was to provide an update on the University's performance against its key health and safety objectives and to assess 	DVC

	<p>whether the University “safety management system” was being implemented effectively across all areas.</p> <ul style="list-style-type: none"> • Following a prohibition notice from the Health & Safety Executive, two new codes of practice were being developed on the management of contractors, and lift operation and maintenance. • The University Safety and Health Association (USHA) and the University College and Employers Association (UCEA) had commissioned guidance on “Leadership and Management of Health and Safety in Higher Education”. The aim was to promote best practice in health and safety management. The University was carrying out an analysis to identify effective mechanisms for governance of safety, and PWC was carrying out an internal audit. One particular aspect of this was to ensure that risk assessments were being conducted in all appropriate cases. • The annual report (for the 2015 calendar year rather than the 2015/16 academic year) was being presented late as further consideration of key areas had been required following a review in March 2016, and due to the completion of the Building Risk Analysis inspection results in Autumn 2015. The report for the year to December 2016 was scheduled for Board consideration in May 2017. • Benchmarking information in this area was available through USHA and would be provided in future reports. The network of University health and safety officers was useful in informing and disseminating best practice. • The University did not currently have an assurance process for health and safety at Board level. Some institutions had a specific health and safety audit committee, chaired by a Board member, to assess, and challenge on, safety issues and to provide annual reports to the Board on its findings. Going forward and subject to the findings of the internal audit report, consideration would be given to the University adopting similar and other appropriate mechanisms with a senior executive assuming responsibility for health and safety. • Mandatory on-line health and safety training was provided. Field trip leaders and staff involved in other specialist activities received specific training. In addition, the University was considering the minimum qualifications to be required for safety co-ordinators and other key role holders, and the training required to support these. <p>Agreed:</p> <ul style="list-style-type: none"> • The Board noted the report. • Subject to PWC’s internal audit, a proposal for a new Health and Safety Committee (along the lines described above) to be made in early 2017. 	VC
16/10/7	<p>Student Recruitment: Summary Position of Recruitment and Admissions Post-Clearing (Enclosure G) (Strictly Confidential) Presentation by the CMO</p> <p>Noted:</p> <ul style="list-style-type: none"> • The current student recruitment position showed significant improvement on previous years. A key aim had been to reduce the University’s reliance on clearing and the University was set to achieve its target in this respect. • While the current cycle had finished, final numbers would not be known until November (and in some cases, January 2017). • The market was intensely competitive with some competitors reducing their entry requirements in some subjects. The University had maintained its tariff overall. 	

	<ul style="list-style-type: none"> • A new planning structure involving the DVC, CFO, CMO and the Executive Deans had instituted a more co-ordinated approach based on clear data. • The current indications were that the University was short in terms of home undergraduate student numbers and overall student numbers although the shortfall was in line with expectations, was better than in previous years and was partially covered by a provision in the budgets. The shortfall in Postgraduate Taught students in the Faculty of Business was significant and steps were being taken to improve recruitment. At undergraduate level, admissions for computer science were disappointing and the portfolio would be reviewed. • The number of applicants was increasing. Throughout the recruitment cycle, the University had been ahead of its comparator set in terms of the speed of its decision-making, had maintained an improved rate of conversion compared to the previous cycle, and had significantly improved attendance at open days. There was also a better picture for returners. • The plan for 2017 entry onwards took account of the significantly increased competition, the historic shortfall compared to target, and the need to improve the quality of entry tariff overall. Steps to improve the general position would be considered at the Executive/Board AwayDay. 	
16/10/8	Annual Report on Use of University Seal (Enclosure H) (Strictly Confidential) Noted. <ul style="list-style-type: none"> • The University's Byelaws provided for the Board to receive an annual report on the documents executed under the University's seal. • The report covered the period from 1 August 2015 until 31 July 2016. • The Board noted the report. 	
16/10/9	Committees Minutes and Reports (Strictly Confidential) Minutes of the Audit Committee Meeting held on 26 July 2016 (Enclosure I) Noted. <ul style="list-style-type: none"> • A report of this meeting had been provided at the July Board meeting. 	
16/10/20	Date of Next Meeting Noted: <ul style="list-style-type: none"> • The next meeting would be held on Wednesday 30 November 2016, 0930-1230. 	

Appendix 1: Action Plan

Minute		By	Deadline
Prelim	Circulate copies of the annual cycle of business. Members to feedback any comments to the Secretary.	MM All	As soon as possible
Prelim	Renaming of Governance and Nominations Committee: proposal to be submitted to a future meeting.	USIC	November
16/10/3.1	Minutes of the Meeting of the Board of Governors held on 26 July 2016 to be published in full.	MM	As soon as possible
16/10/4	The DVC and Chair of Audit Committee to discuss the timing of the Audit Committee meeting to consider the assurance report for the Board	DVC, Chair of Audit Committee	As soon as possible
16/10/4	Final outcome of QAA HER to be reported to the Board	DVC, VC	Jan 2017

16/10/6	To consider the format of future reports and the redaction of sensitive information to enable the annual safety report to be published	DVC	May 2017
16/10/6	Proposal for new governor-chaired health and safety audit committee to be submitted.	VC	Jan/Feb 2017

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	Consultant Honorary Professor Member Wife is a director Committee Member (Director)
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 Cornwall Care	Partner Director Director Interim HR Director
Lowri Jones	University of Plymouth Students' Union UPSU Trustee Board	President and trustee Chair
Mary Palmer	None	
Professor Judith Petts	Sir Alister Hardy Foundation for Ocean Science BBSRC NERC Innovation Board	Trustee Council member Member

	Heart of the South West LEP Board University of Southampton University of Westminster	Member Visiting Professor Husband is Vice-Chancellor
Margaret Schwarz	Cornish Mutual Insurance Cornwall Partnership NHS Foundation Trust	Governance Lead Non-executive Director
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
Henry Warren	Plymouth Science Park Advisory Board Plymouth Hospitals NHS Trust Fluvial Innovations Limited	Member Non-executive director Director
Steph Wearne	University of Plymouth Students' Union UPSU Trustee Board	Vice-President and trustee
Denis Wilkins	Peninsula Medical Foundation Confidential Reporting Programme in Surgery (CORESS) Menheniot Old School Trust St John Ambulance Plymouth Son in Law Director at Ernst & Young	Chair Trustee Trustee President