

**University of Plymouth
Higher Education Corporation**

Board of Governors

Minutes of the Meeting of the Board of Governors on Thursday 30 March 2017.

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

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

In attendance: Professor Simon Payne (Deputy Vice-Chancellor - International and Planning)
(DVC I&P)
 Professor Julian Chaudhuri (Deputy Vice-Chancellor - Education and Student Experience) **(DVC ESE)**
 Professor Jerry Roberts (Deputy Vice-Chancellor - Research and Enterprise)
(DVC R&I)
 Alastair Matthews (Chief Financial Officer) (CFO)
 Richard Middleton (Interim Registrar and Secretary) (IRS)
 Sarah Davey (UPSU Deputy CEO & Director of Membership (for item 6.2)
 Mel Joyner (Director of Student Services) for item 10
 Margaret Metcalfe (Executive Administrator to the Board)(EA)

Item		Action
17/02/1	<p><u>Obituaries</u> Noted:</p> <ul style="list-style-type: none"> • The death of two students: Luke Johns, who was a Stage One Law student; and Kenny Harman, who was a first year Ocean Science and Marine Conservation student. • The death of the Chair of the Science Park, Simon Chamberlain. 	
17/02/2	<p><u>Membership</u></p>	
2.1	<p>Apologies for Absence Noted:</p> <ul style="list-style-type: none"> • Apologies from Ian Duffin, who had resigned from the Board of Governors for personal reasons with effect from 27 March 2017. 	
2.3	<p>Notification of Any Other Business Noted:</p> <ul style="list-style-type: none"> • No notification of any other business. 	
2.4	<p>Declarations of Interest Noted:</p> <ul style="list-style-type: none"> • The declarations of interest set out in Appendix 2 apply. • In addition, Henry Warren and Professor Trish Livsey declared an interest with regard to item 9.2 the Brain Research and Imaging Centre. 	

	<ul style="list-style-type: none"> • There were no other conflicts of interest relating to matters discussed at the meeting. 	
2.5	<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"> - Chair's remarks (item 3.1) - Vice-Chancellor's Report (item 5) - Update on Equality Scheme and Annual Equality Report (item 7) (until approved by the Board and published) - OFFA Access Agreement 18/19 Proposals (item 8) - Financial Regulations & Financial Limits (item 9.1) - Risk Management Policy (item 9.2) - Refreshed Research and Innovation Strategy (item 10) - HEFCE Prevent Annual Report Outcome (item 12) - Corporate Strategic Risk Register (item 14) - Capital Projects (items 11.1 - 11.3) - Senate minutes (item 15) (until approved by the Senate) - Committee minutes (item 16) 	
17/03/3	<p>Chair's remarks</p> <p>Noted:</p> <ul style="list-style-type: none"> • Thanks were expressed to Ian Duffin for his time as a Governor and as Chair of Finance Committee. Chair to send a letter of thanks to Ian 	Chair
3.1	<p>Report from the meeting of the Nominations Committee held on 30 March 2017, including recommendations for the appointment of new independent Governors (Enclosure A)</p> <p>Noted:</p> <ul style="list-style-type: none"> • An overview of the recruitment process was tabled. • The Board pleased to note that there had been a high degree of interest in the role of independent governor. • Odgers Berndtson were commissioned under the University's framework agreement to support the recruitment process and conduct the search for candidates. • Thirty-eight applications were received, and five candidates were interviewed. • The Nominations Committee compiled a shortlist of applicants and carried out the final interviews. • The Nominations Committee recommended the appointment of five new governors. <p>Agreed:</p> <ul style="list-style-type: none"> • The Board approved the appointment of: Michelle Hanson Bruce Mann CB Dinah Nichols CB Sir Keith O'Nions Simon Perry <p>as independent governors for the University of Plymouth's Board of Governors.</p>	

3.2	<p>Chair's Action in relation to contracts with student accommodation providers</p> <p>Noted:</p> <ul style="list-style-type: none"> Chair's action (March 1, 2017) to approve the University entering into one year contracts with a number of student accommodation providers. The contracts were reviewed and approved by the University Executive Group prior to the Chair's action. <p>Agreed:</p> <ul style="list-style-type: none"> The Board endorsed the Chair's action. 	
17/02/4	Minutes	
4.1	<p>Minutes of the Meeting of the Board of Governors held on 31 January 2017 (Enclosure B)</p> <p>Noted:</p> <ul style="list-style-type: none"> The minutes were approved and signed as a correct record of the meeting by the Chair. 	
4.2	<p>Necessary Redactions</p> <p>Agreed:</p> <ul style="list-style-type: none"> No redactions. The Minutes of the Board meeting on 31 January 2017 to be published in full. 	EA
4.3	<p>Matters Arising (Enclosure C)</p> <p>Noted:</p> <ul style="list-style-type: none"> The report on various matters arising. 	
17/02/5	<p><u>Vice-Chancellor's Report (Enclosure D) (Confidential)</u></p> <p>Noted:</p> <ul style="list-style-type: none"> Spring Budget (1.1): key issues for the higher education sector are the large investment in the science and innovation budget, part-time students' maintenance loans, the Doctoral Loan Scheme and a commitment to opportunities for lifelong learning. Higher Education and Research Bill (1.2): discussions were ongoing with the third reading of the Bill anticipated after Easter. HEFCE grant letter (1.1): the funding letter expected on April 12th. Industrial Strategy (1.5): the University is involved with the development of the Industrial Strategy through the LEP and with Science and Innovation Audit. The Vice-Chancellor attended a LEP meeting with regional MPs to discuss the Strategy and the regional productivity plan. Heart of the South West Local Enterprise Partnership (HoTSW) (1.6): the Growth Deal 3 funding round for the the HoTSW South West had been announced, with the Plymouth Railway Station regeneration commencement works being of particular interest, together with the Somerset Innovation Centre, and training opportunities at South Devon College. Consultation on expansion of undergraduate medical education (1.8): The Department of Health has launched a consultation on how to maximise the benefits arising from increases in the numbers of medical school places for 2018/19. In the first round allocation of 500 places on a pro-rata basis, the University has been allocated 14 additional places. The Dean of PUPSMD will respond to the consultation informing the competitive process to allocate the remaining 1000 places. Student Recruitment (4.1): there has been a 5% drop in Home under-graduate applications with drop in EU applications also 	

	<p>reflecting the national picture. International applications are up. Nursing applications as nationally are lower reflecting the change in fee arrangements. A higher conversion rate to offers compared to the same point in the last cycle is good. Final numbers are awaited on 4th May when UCAS outcome is confirmed. The entry tariffs for this year's intake reflect the strategic aim of raising quality across the University.</p> <ul style="list-style-type: none"> • Annual Provider Review (APR) (4.3): The APR outcome would be provided to institutions in May, and would then be published in June. • New strategic partnerships (4.4 and 4.5): the Board commended the University on new academic partnerships with ARC in Malaysia and a Swiss Business School. • South West Growth Leaders Forum (4.7): the forum aimed to be the regional voice and brand for businesses in the South West. The University was taking part in the forum via its involvement in the LEP. • People Strategy Implementation (4.8): proposed changes will improve the Performance Development Review process through greater alignment with the University's Business Planning Cycle and revised Academic Promotions policy. • Visual Identify (4.9): a series of workshops have taken place with staff and students and a number of common themes have emerged. The Chief Marketing Officer would update the Board at the May meeting. The Board noted Marjon's change of trading name to Plymouth Marjon University. • Executive appointments (4.10): interviews for the permanent University Registrar and Secretary will take place in April. • Senate (6): the second meeting was held on 22 February (draft minutes included on the agenda). • Research (7): research awards had increased significantly since the last update in November 2016. • UPSU elections: The Board congratulated Lowri Jones on her re-election as President. • Staff survey: the survey would be circulated after Easter 	CMO
17/02/6	<u>Students Union</u>	
6.1	<p>Students' Report (Enclosure E) <i>Presentation by Lowri Jones (UPSU President)</i></p> <p>Noted:</p> <ul style="list-style-type: none"> • UPSU's annual budget reforecast in January showed a small surplus from a deficit position, despite a challenging year. • The results of the annual survey of students are being analysed. The results of this survey, together with results of all other UPSU surveys, will be shared with the Board. • UPSU is recruiting for two new trustees to join its Board: a Student Trustee and an External Trustee, ideally with a legal background. • UPSU will be incorporated as a company limited by guarantee on August 1st, 2017. • UPSU continued its work on a number of campaigns, including: Alcohol Impact; Green Week; Know the Line Campaign; Mental Health issues; and Black, Asian and Minority Ethnic (BAME) Academic Experience. 	UPSU
6.2	Report on UPSU Elections (Enclosure F) (Confidential)	

	<p><i>Sarah Davey, UPSU Deputy CEO & Director of Membership Services, attended for timed business.</i></p> <p>Noted:</p> <ul style="list-style-type: none"> • The Board has responsibility for ensuring that “... the Students’ Union acts fairly and democratically...” (<i>Articles of Government pf University of Plymouth</i> • Nominations opened on January 30th with voting taking place from February 24th to March 3rd. • UPSU appointed a NUS Returning Officer and the Deputy CEO of UPSU as the Deputy Returning Officer. • Voting was conducted online by secret ballot, using the Alternative Vote System. • Candidates are supported throughout the process by UPSU. • The elections had been open for six full time Officer roles and six part time roles. There had been a possible eleven further elections that could have run within this period, but had not due to lack of nominations. • 21 candidates stood for election. • 2,543 students cast votes, representing 11.9% of the electorate. • UPSU will carry out a survey to understand why nominations were harder to secure this year than in previous years and connect with colleagues in other student unions to share best practice and understand how to increase turnout to levels achieved by other institutions. <p>Agreed:</p> <ul style="list-style-type: none"> • The Board agreed that it was content with the conduct of the elections • The Board looked forward to a higher student participation rate in the elections in future. 	
<p>17/02/7</p>	<p>Update on Equality Scheme and Annual Equality Report (Enclosure G) <i>Colin Shipp, HR Director, attended for timed business (Confidential)</i></p> <p>Noted:</p> <ul style="list-style-type: none"> • The University’s statutory obligation to provide an Annual Equality Report providing data and commentary on the University’s progress against its equality objectives. • During 2016, the University’s Equality, Diversity and Inclusion Committee (EDIC) developed a new Equality Scheme. This Scheme was supported by the University Executive Group (UEG) and considered by Senate. • The Board commended the new targets as a means of driving further change across the University. • The Board asked the HR Director to supply further information on comparative diversity within the University’s leadership structure (Board and UEG). These data would be circulated to the Board. • The Board acknowledged the national issue of the engagement and participation of working class men in higher education. This issue is referenced in the Equality Scheme and would be monitored and reviewed throughout the scheme’s timeframe. • The Equality Scheme would inform and influence all of the University’s strategic activity, including the International Strategy. 	<p>HRD</p>

	<ul style="list-style-type: none"> EDIC will review progress against the actions, and provide a quarterly update to UEG, together with a quarterly review of the Committee's performance and objectives. <p>Agreed:</p> <ul style="list-style-type: none"> The Board approved the Equality Scheme and Annual Equality Report. 	
17/02/8	<u>Governance</u>	
8.1	<p>Financial Regulations and Financial Limits: Recommendation from Audit Committee (Enclosure I) (Confidential)</p> <p>Noted:</p> <ul style="list-style-type: none"> The revised Financial Regulations and Schedule of Financial Limits were reviewed and discussed by the Audit Committee on February 21st, 2017, following consideration by UEG. The Committee recommended the revised documents for approval. The revisions are commensurate with sector best practice and ensure appropriate delegated financial limits are aligned to the University's structure and governance arrangements. The Financial Regulations and Financial Limits will be reviewed every two years. Where transactions within delegated limits were likely to be contentious and/or represent a reputational risk then normal management practice would apply, such that additional senior advice would be secured including escalation to Committee/Board Chairs as appropriate. The Schedule of Financial Limits reflected the establishment of the Capital Projects Committee; a sub-committee of UEG. The Board will approve the overall annual capital programme spend to be managed by the Capital Projects Committee. The Management Accounts, considered by both Finance Committee and Board, will include as standard a Capital Projects report. <p>Agreed:</p> <ul style="list-style-type: none"> The Board approved the Financial Regulations and Financial Limits. 	
8.2	<p>Risk Management Policy: Recommendation from Audit Committee (Enclosure J) (Confidential)</p> <p>Noted:</p> <ul style="list-style-type: none"> The updated Risk Management Policy was considered and discussed by the Audit Committee on February 21st, 2017, following consideration by UEG. The Committee recommended the updated Risk Management Policy for approval. The operational risk register and the corporate risk register are linked and the University's Risk, Business Continuity and Insurance Specialist is responsible for ensuring that operational risks are escalated to the corporate risk register as appropriate. UEG manages and develops the corporate risk register. The policy includes the provision for the Board to routinely review and scrutinise the corporate risk register. In addition, UEG's annual report on the University's strategic priorities will provide further assurance and update with regard to risk. <p>Agreed:</p> <ul style="list-style-type: none"> The Board approved the Risk Management Policy 	
17/02/9	<u>Capital Projects</u>	

	<ul style="list-style-type: none"> The Board noted the Chair of the Nominations Committee's action following the resignation of Chair of the Finance Committee on March 27th, 2017 – to ensure the Finance Committee was quorate on March 30th an additional independent governor was appointed to the Finance Committee and appointed as Chair for the meeting. This Chair's action was approved by the Nominations Committee via email and endorsed at its meeting on March 30th. This is consistent with the University's governing document. Hamish Anderson (Vice Chair) and Henry Warren (Chair of Audit) attended the Finance Committee meeting as observers. 	
9.1	<p>Recommendation from Finance Committee in relation to a proposal for property acquisition (Enclosure L) (Confidential)</p> <p>Noted:</p> <ul style="list-style-type: none"> Finance Committee debated the details with regard to the structure of the contract, environmental liabilities, and partners' development plans, and agreed that the overall project must be high quality. The Committee also discussed liabilities arising from the maintenance of the public realm and were satisfied that this would not be the University's sole responsibility. The Committee discussed potential conflicts of interest arising from the purchase and was satisfied that these had been managed appropriately. Potential University development on the site will be subject to a full business case for Finance Committee and Board consideration. The Committee recognised that this was a prestigious project for the City, and recommended Board approval. <p>Agreed:</p> <ul style="list-style-type: none"> The Board approved the proposal for the property acquisition. 	
9.2	<p>Recommendation from Finance Committee in relation to Brain Imaging Centre (Enclosure M) (Confidential)</p> <p>Noted:</p> <ul style="list-style-type: none"> Finance Committee considered the proposal to invest in the development of a brain research facility, which included the procurement of a 3-Tesla Magnetic Resonance Imaging (MRI) scanner. This is a collaborative project between the University, Plymouth Hospitals NHS Trust (PHNT) and Diving Disease Research Centre (DDRC). UEG approved the business case for Board consideration on 8 February 2017. The project is financially sustainable and is a very common model for high quality psychology and neuroscience research. The Committee recommended the proposal for Board approval subject to the provision of appropriate legal agreements, including a 5 year lease with PHNT for the shared use of the scanner and an agreement protecting the time allocation for University's use of the scanner. <p>Agreed:</p> <ul style="list-style-type: none"> The Board approved the project. 	

9.3	<p>Recommendation from Finance Committee in relation to IT Fleet Refresh (Enclosure N) (Confidential)</p> <p>Noted:</p> <ul style="list-style-type: none"> • Finance Committee considered the proposal to allocate funding from the capital programme for an IT Fleet refresh. • UEG approved the business case for Board consideration on 15 March 2017. • The funding will be within the Board approved capital spend in the three-year budget. • The refresh would take place over two financial years. • The last IT fleet replacement had taken place five years ago. • In the future, the University will move to a rolling programme for IT fleet refresh. • The Board acknowledged that appropriate training for staff and timing were important to a successful project delivery. <p>Agreed:</p> <ul style="list-style-type: none"> • The Board approved the proposal for the IT Fleet refresh. 	
17/02/10	<p>OFFA Access Agreement 18/19 Proposals (Enclosure H) <i>Mel Joyner, Director of Student Services, attended for timed business</i> (Confidential)</p> <p>Noted:</p> <ul style="list-style-type: none"> • The purpose of the paper was to brief the Board on the Office of Fair Access (OFFA) Access Agreement Process, including OFFA’s strategic priorities for 2018/19. • Preparation of an access agreement was a statutory responsibility for all universities charging more than the £6,000 “baseline” tuition fee to home undergraduate students. • The access agreement covers four strands of activity: access; success; progression and financial support. • The Board acknowledged its statutory duty to support social mobility and to evaluate and scrutinise the University’s spend in relation to achieving positive outcomes. • OFFA’s guidance for 2018/19 includes the following strategic priorities for the University to address: <ul style="list-style-type: none"> - raising attainment in schools - engaging with black and minority ethnic populations - addressing access and support for young white males from socio-economically disadvantaged backgrounds - consideration of the implementation of alternative and flexible models of study that support part-time and mature students. • Challenges for the University in responding to OFFA’s strategic priorities include: <ul style="list-style-type: none"> - the rural character of the southwest; - work in relation to raising aspirations is resource intensive; - the socio-demographic challenge of low numbers of BME students attending the University and that the south west region has the lowest number of 18 year olds applying to University in the UK. • The University has a range of initiatives supporting social mobility: <ul style="list-style-type: none"> - Tamar Engineering Project – provides financial support for students from working class backgrounds and mentoring support from local industry professionals throughout the duration of a student’s course. 	

	<ul style="list-style-type: none"> - Work with local schools via taster sessions and students visiting schools to share their experience - The University co-ordinates the Children’s University in Devon and Cornwall. - The University’s leadership of the NCOP project in the south-west focused on raising aspirations. <ul style="list-style-type: none"> • In meeting the OFFA priorities the University will move from bursaries and individual support towards developing projects to promote and support social mobility • The Board acknowledged the growth in the number of students across the HE sector experiencing mental health difficulties. This issue will be discussed by the Board in the future. <p>Agreed:</p> <ul style="list-style-type: none"> • The Board thanked Mel Joyner for her presentation. • The University’s 2018-19 Access Agreement was due for submission by 26 April 2017; the Board to receive a copy. 	
17/02/11	<p>Refreshed Research and Innovation Strategy(Enclosure K) (Confidential)</p> <p>Noted:</p> <ul style="list-style-type: none"> • The refreshed University Research and Innovation Strategy 2017-2022 was considered and recommended for adoption by the University Research and Innovation Committee in November 2016. • The paper was considered and approved by Senate at its meeting on February 22nd, 2017. • The Strategy was developed following engagement with the University’s faculties and research institutes and outlines five overarching ambitions and key priorities. • The full set of Key Performance Indicators (KPIs) and associated targets were currently being finalised ahead of implementation. <p>Agreed:</p> <ul style="list-style-type: none"> • The Board noted the report. 	
17/02/12	<p>HEFCE Prevent Annual Report Outcome (Enclosure O) (Confidential)</p> <p>Noted.</p>	
17/02/13	<p>Code of Fundraising Practice (Enclosure P) Noted.</p>	
17/02/14	<p>Corporate Strategic Risk Register Review (Enclosure Q) Noted.</p>	
17/02/15	<p>Draft Senate minutes of meeting held on 22 February 2017 (Enclosure R) (Confidential) Noted.</p>	
17/02/16	<p>Committees Minutes and Reports (Confidential)</p>	
16.1	<p>Report of the meeting of the Finance Committee held on 30 March Noted:</p> <ul style="list-style-type: none"> • The Chair provided a verbal update, noting that the Committee had: <ul style="list-style-type: none"> - Considered the Management accounts to 28 February 2017 - Discussed initial assumptions for the financial plan 2017/18-2019/20 	

	<ul style="list-style-type: none"> - Considered capital expenditure relating to: IT Fleet Refresh; the Brain Research Imaging Centre; and a proposal for property acquisition - Approved minor changes to the Treasury Management Policy - Discussed the TRAC returns. 	
16.2	Minutes of the meeting of the Finance Committee held on 31 January 2017 (Enclosure K) Noted: <ul style="list-style-type: none"> • The Board noted the minutes. 	
16.3	Report of the meeting of the Audit Committee held on 21 February 2017 Noted: <ul style="list-style-type: none"> • The Board noted the minutes. 	
17/02/10	<u>Date of Next Meeting</u> Noted: <ul style="list-style-type: none"> • Tuesday 30 May 2017. The meeting will be preceded by a visit to PUPSMD. 	

Appendix 1: Action Plan

Minute		By	Deadline
17/02/2/2	Ian Duffin – the Chair would write to him on behalf of the Board.	Chair	As soon as possible
17/02/4.1	The minutes of the Board Meeting on 31 January 2017 to be published in full.	EA	As soon as possible
17/03/5	Visual Identify: Update to the May Board meeting	CMO	May
17/03/6.1	UPSU Report: summary report of analyses of survey to be shared with the Board	UPSU	As soon as possible
17/03/7	Equality and Diversity: comparative data on the Board and Executive Group to be circulated to the Board	HRD	As soon as possible
17/03/10	OFFA Access Agreement: copy of report and outcomes to be circulated to the Board.	DoSS	May

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)
	University of Oxford, Commercial Law Centre	Member
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
Professor Trish Livsey	Trevi House Musgrove Park Hospital Plymouth Guild	Trustee Governor Trustee
Mary Palmer	Kernow CCG	Interim Senior Community and Council Commissioner
Professor Judith Petts	Sir Alister Hardy Foundation for Ocean Science BBSRC NERC Innovation Board Heart of the South West LEP Board University of Southampton University of Westminster	Trustee Council member Member Member Visiting Professor Husband is Vice-Chancellor
Henry Warren	Plymouth Science Park Advisory Board Plymouth Hospitals NHS Trust	Member Non-executive 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