

BOARD OF GOVERNORS

Approved E-meeting

Minutes

Items for approval

13 governors responded to the e-meeting request, therefore the meeting is quorate and the below decisions are formalised.

1. To receive and approve the Minutes of the previous meeting

1.1 5.6 should read: "Propose and agreedwould be the deputy chair of the Estates Group". Otherwise **Approved. ACTION** US to amend minutes.

2. To receive and approve updates to Matters Arising

2.1 **ACTION** Item relating to a proposal on the incubation space to be discussed at July meeting if required following Emily's presentation in March.

2.2 **ACTION** Query received regarding item 7.5 - why students 'might' do exit interviews to understand how to address retention. Confirm whether this is a resource issue, or whether we are unclear of the value of this activity.

2.3 Otherwise **Approved**

3. To receive and approve the HR Strategy and Marketing Strategy

3.1 Query received regarding 'amalgamating' the process for all academic promotion applications – does this mean 'standardise'?

3.2 Would it be helpful as part of the HR strategy to include the financial awareness skills development referred to in the management accounts summary?

3.3 Reference to getting the right staffing numbers and cost, projected into the longer term in an HR strategy, not just current year, and to review alternative mechanisms for service delivery in anticipation of a possible significant reduction in future fee income.

ACTION LP to consider and refer back for future meeting discussion.

3.4 Clarity surrounding the University policy on conditional/unconditional offers and impact. **ACTION** for discussion at March meeting.

3.5 Both strategies received and approved for recommendation to the Board by the Finance & Resources Committee. **Approved.**

4. To receive and approve a report on the Barclays Covenant arrangements

4.1 **ACTION** Some clarification on what the loan facility been secured on and what are the implications of the financial covenants? Richard notes that there are some challenges in the next few years and it would be useful for the Board to have some understanding of the tolerance/margin levels, how they might be monitored and actions to mitigate any breaching (broad terms for the Board - F&R will have the detail).

Approved

5. To receive and approve the Terms of Reference for SMT

5.1 Agreed that SMT will review ToR and committee objectives regularly. **Approved**

5.2 **ACTION** Reassurance sought on SMT's capacity to satisfy the ToR.

6. AOB

6.1 **ACTION** Ensure ALL papers include header and on every page for ease.

6.2 **ACTION** Clarification on the process/appointment for Rob's deputy.

6.3 **ACTION** Vice-Chancellor to provide an update on the Truro campus developments.

Items for information only

7. To receive a report from Finance & Resources Committee

7.1 Noted.

8. To receive a report from Audit Committee

8.1 Noted.

9. Updated report on BBC – for information

9.1 Noted.

10. To receive a report on the portfolio and programmes

10.1 Noted.

11. To receive data relating to improvements in assessment response times

11.1 Noted.

12. To receive the Management Accounts to Dec

12.1 Received and approved for recommendation to the Board by the Finance & Resources Committee. Note received from the Chair of F & R includes further comment.

12.2 **ACTION** F&R requested that the H&S report be submitted earlier in the academic year, possibly within 3 months of the August end date.

12.3 Noted.

13. To receive the Annual Health & Safety Report (plus Strategic level)

13.1 Noted

14. To receive a report on the Gender Pay Gap

14.1 Noted.

14.2 Queries surrounding how we will evaluate ourselves against this. Did we have any opportunity to input to the process by which this framework was arrived at?

ACTION LP to provide clarification.

15. OfS launch – Board of Governors duties – for information

15.1 **Noted.** Further updates relating to the OfS will be provided at subsequent meetings. The Registrar is currently working with SMT to complete the registration process.

15.2 OfS likely to be concerned with employment data and the levels and kinds of jobs which graduates get. It looks from the VCs report that we have a good story to tell. Is this, or could/should it be a KPI for Governors to review on a regular basis?

ACTION for further consideration.

16. To receive the final Catalyst Fund report to HEFCE – for information

16.1 Noted.

16.2 **ACTION** Some comments were received from the Finance & Resources Committee and it was agreed these would be actioned.

17. To receive an update on the Strategic Risk Register

17.1 **ACTION** suggestion that more is needed on student engagement. Student mental health issues might also be considered as a risk.

18. To receive the minutes of Committee meetings

- a) Estates Development Task Group – 18 October 2017
- b) Finance & Resources Committee - 18 October 2017

18.1 **ACTION** some comment that recent news relating to USS might mean this can be revisited again at the next meeting.

- c) Academic Board – 25 October 2017
- d) Academic Board – 13 December 2017

18.2 Suggestion that it would be helpful to have a Governor as an observer on AB.

ACTION Nominations committee to discuss.

18.3 Suggestion that reports from SEC should be submitted to the Academic Standards & Student Experience committee as well as AB.

19. To receive a report on Fraudulent, Whistleblowing, Health and Safety Incidents and Legal Activities (including Annual report on Complaints)

19.1 Noted.

20. To receive the annual cycle of business

20.1 Noted.

20.2 In Anglican Foundation schools, there would normally be an annual report on the Christian ethos of the school at some point in the Annual cycle. This is not really the same as the Chaplain's report.

ACTION to discuss at next meeting.

21. Reminder of 2018/19 Meeting dates

21.1 Noted.

Action Log

Minute	Action	Owner	Deadline
1.2	US to amend minutes.	US	Following the meeting
2.1	Item relating to a proposal on the incubation space to be discussed at July meeting if required following Emily's presentation.	US / PU / EB	March Board and if necessary follow up on July Agenda
2.2	Query received regarding why students 'might' do exit interviews to understand how to address retention. Confirm whether this is a resource issue, or whether we are unclear of the value of this activity.	Michelle S	Academic Committee
3.3	Reference to getting the right staffing numbers and cost, projected into the longer term in an HR strategy, not just current year, and to review alternative mechanisms for service delivery in anticipation of a possible significant reduction in future fee income. to consider and refer back for future meeting discussion.	RiW/LP/RW	July Board – specific paper on options emerging from likely changes.
3.4	Clarity surrounding the University policy on conditional/unconditional offers and impact. For discussion at March meeting.	RW	March agenda
4.1	Clarification on what the loan facility been secured on and the implications of the financial covenants? there are some challenges in the next few years and the Board need to have some understanding of the tolerance levels and how they might be monitored and actions to mitigate any breaching (broad terms for the Board - F&R will have the detail).	RiW	F & R then Board
5.2	Reassurance sought on SMT's capacity to satisfy the ToR.	RW	March agenda

6.1	Ensure ALL papers include header and on every page for ease.	US	Next meeting
6.2	Clarification on the process/appointment for Rob's deputy.	RW	Remco then full Board
6.3	Vice-Chancellor to provide an update on the Truro developments.	RW	March agenda
12.2	F&R requested that the H&S report be submitted earlier in the academic year, possibly within 3 months of the August end date.	RiW	Next meeting and ongoing
14.2	Queries surrounding how we will evaluate ourselves against the gender pay gap report. Did we have any opportunity to input to the process by which this framework was arrived at? LP to provide clarification.	LP	July Board
15.2	OfS likely to be concerned with employment data and the levels and kinds of jobs which graduates get. From VCs report that we have a good story to tell. Is this, or could/should it be a KPI for Governors to review on a regular basis?	RW/SMT	July Board
16.2	Some comments were received from the Finance & Resources Committee regarding the Catalyst fund report and it was agreed these would be actioned.	RW	Following the meeting
17.1	Suggestion that more is needed on student engagement. Student mental health issues might also be considered as a risk.	US / RW/MS	Academic Committee Risk review- April
18.1	Some comment that recent news relating to USS might mean this can be revisited again at the next meeting.	RW	Next F&R meeting – 11 April
18.2	Suggestion that it would be helpful to have a		Next Nomco.

	Governor as an observer on AB. Nominations committee to discuss.	US	meeting – date tbc
19.2	In Anglican Foundation schools, there would normally be an annual report on the Christian ethos of the school at some point in the Annual cycle. This is not really the same as the Chaplain’s report.	RW	VC, Chair and Chaplain to discuss