



BOARD OF GOVERNORS
Meeting 2/2019-20
13 November 2019, Room W210

Approved minutes

Present

Mr Graham Raikes MBE (Chair)	Independent Governor	GR
Dr Sue Cooper	Academic Staff Governor	SC
Ms Claire Gibson	Independent Governor	CG
Mr Geoffery Gulzar	Student Governor	GG
Mr Alex Hawtin	Independent Governor	AH
Prof Patricia Hind	Independent Governor	PH
Bishop Nick McKinnell	Independent Governor	NM
Mr John Searson	Independent Governor	JS
Prof Gary Shum	Independent Governor	GS
Mr Richard Stevens	Independent Governor	RS
Mrs Lynn Tamsett-White	Professional Services Staff Governor	LTW
Mrs Emma van der Lugt	Independent Governor	EvdL
Prof Rob Warner	Vice-Chancellor	RW

In Attendance

Mr Simon Arthurs	Finance Director	SA
Mrs Kate Doodson	Co-opted Governor	KD
Prof Michelle Jones	Deputy Vice-Chancellor	MJ
Rev'd Michelle Parkman	University Chaplain	MP
Mrs Unity Stuart	Clerk to the Board of Governors	US
Mrs Jackie Westerman	Co-opted Governor	JA

Items 5-8 only

Mr Stephen Plant	Registrar	SP
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1. Apologies & declarations of conflicts of interest

- 1.1 GR welcomed new Governors Gary Shum and Jackie Westerman to their first meeting. It was noted that Pamela Greener had since stepped down from the Board due to time commitments. Michele Shoebridge was also due to stepdown from the Board but would join the Board for their Strategy Day and continue as a co-opted member of the Estates Development Task Group.
- 1.2 GR offered congratulations to Richard Stevens for City Bus having been awarded Bus Operator of the Year at the 2019 National Transport Awards.
- 1.3 Apologies were received from Victoria Holbrook, Matt Evans, Michele Shoebridge, and Gina Radford.
- 1.4 Governors introduced themselves for the benefit of new members and RW reminded all Governors that while they may be appointed via different routes - elected, nominated or otherwise - all Governors are considered independent according to the Articles and equally required to exercise independent judgement.
- 1.5 No conflicts of interest were declared. GS noted his unpaid Honorary Professorship for the Royal Devon and Exeter NHS Foundation Trust.
- 1.6 GR noted that Governors had been provided (by email and hard copy) with the External Auditors Completion Report and Letter of Representation and GR requested that governors ensured they had read this in order to confirm approval later in the meeting.
- 1.7 GR noted some minor typos to the Financial Statements which had since been updated.
- 1.8 GR invited Governors to unstar items from Part B for discussion and indicated that the Annual Research Integrity Statement would be unstarred for approval later in the meeting. No further items were requested for discussion.
- 1.9 GR also asked Governors to draw their attention to the Social Media Policy which would also apply to Governors.

2. Minutes of the previous meeting (13 September 2019)

- 2.1 The minutes of the previous meeting were approved as an accurate record with no amendments.
- 2.2 All matters arising were considered complete or deferred for consideration at a future meeting of the Board.

3. Report from the SU President

- 3.1 GG noted some successful Freshers' Week activities which had taken place over one week rather than two this year.
- 3.2 Clubs and Societies had taken part in fundraising activities to support their work throughout the year. Having started the year with five clubs and societies, there were now eighteen in place.
- 3.3 Sports, Diversity, International and Women's Officers had all been appointed to support the work of the Student Union and in support of all students.
- 3.4 GG noted that a student Trustee had since been appointed to the MSU Trustee Board and an Alumni Trustee was also sought.
- 3.5 GG noted recent developments with the 'home safe' campaign and the recent Climate Emergency Event which was felt to be particularly successful. This had included presentations from key figures as well as group work and discussion. Some suggestions from the event

included smart metres being installed in the village housing, planting trees and an outdoor gym.

- 3.6 Finally a staff and student Christmas lunch was planned to bring everyone together for the Christmas period. RW noted this reflected the results of a UNITE/HEPI survey indicating a high degree of loneliness amongst students and the desire for a sense of belonging for students and staff. The invitation was extended to governors to join the lunch.

4. Report approvals

A. Annual report of the Audit Committee

- 4.1 EvdL noted that the annual report was drafted by US on behalf of the Chair, the detail of which was made up of the end of year internal and external audit reports.
- 4.2 A higher than usual number of high risk findings were noted but the Audit committee were confident these were being addressed.
- 4.3 The audit plan for 2019/20 was approved by the Committee and would include a review of the DbS audit in year to ensure that a quality student experience is also experienced through partnership provision.
- 4.4 EvdL noted the internal audit opinion of 'satisfactory' with some improvements required which reflected the same opinion as previous years and was felt to be sufficient.
- 4.5 SA noted that the internal and external audit opinion is submitted to the Office for Students as part of the Financial Statements. GR requested Board approval that there were satisfactory internal control processes and that the Audit Committee Report be approved for submission to OfS. This was **AGREED**.
- 4.6 SA noted the external audit opinion of 'satisfactory' and that this would also be included in the Statement of Internal Control in the Financial Statements.

B. Audited financial accounts

- 4.7 SA outlined some key points relating to the Financial Statements including noting;
- A 2% surplus managed to year end
 - The balance sheet holding its net worth
 - A strong cash position
 - The investment position
 - Some context surrounding the FRS102 accounting principles and the pension adjustments.
 - the materiality this year.
- 4.8 SA emphasised that the external auditors had noted no material errors in year and very few issues. They had also specified that the financial accounts are a 'true and fair view' with a 'going concern', and that there had been no bank covenant breach.
- 4.9 The Letter of Representation was discussed and the Board were asked to confirm they were content for GR to sign this on their behalf. GR also noted the adjustments and explained how this was calculated. The Board **APPROVED** the Letter of Representation.
- 4.10 The Board acknowledged the work undertaken in preparing the Financial Accounts this year and SA noted this had been a team effort.
- 4.11 AH queried whether moving the planned audit by two weeks was likely to impact on the review of the accounts by Finance & Resources and Audit committee and SA confirmed this would be addressed.

- 4.12 The Board were asked to approve the Annual Financial Statements for submission to Companies House and this was **AGREED**.
- 4.13 The Completion report was also highlighted and the Board were asked to approve this based on the assumption that Audit committee will manage any outstanding recommendations. This would include the two key issues surrounding Chartwells and DbS.
- 4.14 EvdL confirmed the DbS audit would take place shortly, Audit committee would receive the recommendations and as agreed, both this and a wider report surrounding the partnership would be submitted to the March meeting of the Board. RW provided some context surrounding the partnership for the benefit of new Governors.

C. 5-year Financial Forecasts before submission to OfS

- 4.15 SA provided an update on the expected additional student fee income and income related to improved retention as well.
- 4.16 He reminded the Board that the demographic upturn is still anticipated and while growth is predicted, this should not be considered unreasonable or out of step with recent growth.
- 4.17 A Q1 review was underway, some cost savings and income opportunities had been identified.
- 4.18 The forecast for OfS submission would include two backwards looking years and three forward. This was due for submission to OfS on 2 December.
- 4.19 RS queried the increase in income identified in Q1 and SA noted that the £500k was due to increased student recruitment but the associated costs had not yet been taken out of this figure. It was noted that there will be challenges in the cost base to anticipate.
- 4.20 SA noted the options for scrutiny and approval prior to submission on 2nd December. GR suggested he and AH (as Chair of F&R) review the forecast with the caveat that if there are any substantive issues the Board will be made aware of this and F&R asked to review further.
- 4.21 **ACTION** The Board agreed that as a minimum GR and AH review and approve the forecast for submission to OfS.
- 4.22 MJ confirmed that the University will be tracking growth in the meantime and the OfS are likely to query forecasts across the sector.
- 4.23 SA further outlined plans to consider value for money, the ethical investment policy and the Financial Regulations and noted a change to the Senior Management Team lead for the internal audit reporting, management and process.
- 4.24 SP joined the meeting at this point.

5. To approve the Annual quality assurance statement

- 5.1 SP noted that this report was required annually for submission to the regulator and provides an update on the rigour and effectiveness of the University's quality assurance processes and alignment with the QAA Quality Code.
- 5.2 SP was confident the University meet the process requirements and noted that student engagement had been particularly successful throughout the quality processes.
- 5.3 There had been changes since the University had successfully registered with the OfS as a Higher Education provider in the last year.
- 5.4 GR commented that students remain front and centre of the work of the University and this

also came across in the Quality Assurance report.

5.5 EvdL queried whether the regulator had been investigating any institutions since their change to the OfS and SP noted that 200 institutions have received some sort of 'intervention'. The advice continued to be that anything reportable should be reported and universities continue to work with the regulator to ensure that requirements are met.

5.6 KD noted that it would be prudent to prepare a monitoring document to outline the thresholds for reportable events, risks and material differences which OfS might be concerned with.

ACTION SP to consider how to develop this further.

5.7 The Board **APPROVED** the Annual quality assurance statement

6. To approve the Prevent Return to the OfS

6.1 SP noted this annual report would provide assurance to the Board and the Regulator that the University continues to operate in accordance with the Prevent Duty.

6.2 He further noted that for Prevent to work in any meaningful manner, it should be embedded in current processes.

6.3 The Plymouth Prevent Partnership Group meeting was recently held on campus and SP confirmed there was a rigorous training regime in place. The regional Prevent lead also attends the University regularly to present and provide training.

6.4 SP reported that there had been no referrals which would require reporting to the OfS.

6.5 RS queried whether Prevent training is embedded across staff training and SP noted that all staff are required to undertake training but there are also key members of SMT and Student Support specifically who lead in this area. An awareness of the Prevent Duty and routes to raising any concerns are very much embedded in the work of these individuals.

6.6 GR noted that some additional training surrounding Prevent might be helpful for governors again in the new year.

6.7 RW provided some context surrounding how the Prevent Duty and Policy was initially introduced and noted that while Islamic terrorism is often the focus, far right extremism has become a more apparent issue in the UK and specifically the South West. The Prevent Duty therefore required universities to be attentive of all forms of extremism.

6.8 The Board **AGREED** for GR to sign the Prevent submission for the OfS.

7. To receive and consider the KPIs

7.1 RW informed the Board that SP was the SMT owner of the KPI monitoring document as well as the data which makes up many of the indicators.

7.2 SP indicated that much of the data is retrospective, reflecting data returns, but must be consistent with the work of management and includes continued monitoring across the year.

7.3 SP noted that the KPIs focused on three key areas, which represent areas of focus in the Growth plan (centred on student success, building a vibrant future and ensuring sustainability).

7.4 SP presented the official position for 2018/19 as reported, and many of the KPIs had maintained or improved their position, including retention, NSS and organisational climate.

7.5 SP discussed each KPI and noted a reassuring position in terms of good honours, NSS and staff becoming Advance HE Fellows.

- 7.6 The improved retention figures were a result of learning and teaching initiatives and continued excellent student support services.
- 7.7 RS queried how discontinuation is measured and SP noted that this is split by programme and then broken down further including by disability, if parents went to University, and if they come from deprived areas, amongst other measures.
- 7.8 SP indicated the sector average is around 12% for non-continuation in comparison with 11.3% at Marjon.
- 7.9 Staff attrition and sickness were both queried as measures of organisational climate and SP confirmed these were measured, but not as part of the central KPI document.
- 7.10 KD noted that while KPIs are useful, additional columns would be helpful to indicate a) what the organisation is trying to achieve as a target, and b) how this compares with the sector. A RAG rating alongside this would also be helpful for a reporting perspective. **ACTION** SP noted this was planned as part of the review of KPIs.
- 7.11 AH queried whether there were likely to be any capacity challenges which might limit growth in student numbers. RW indicated that while teaching and social spaces remain sufficient, the catering facilities were beginning to reach capacity due to high demand and this was likely to be developed to accommodate student growth.
- 7.12 It was agreed that further discussion of the KPIs would be valuable at a future meeting of the Board.

ACTION US to add this to a future agenda for SP to report.

8. Annual Research Integrity Annual Statements and Ethics Panel report

- 8.1 GR had requested this item be unstarred for discussion and approval. MJ noted this was a standard annual report on research activity but also included the Research Integrity Concordat which required Board level scrutiny and approval.
- 8.2 MS provided some brief headlines, noting significant progress in research and knowledge exchange. The REF submission continues to develop and GS also acts as one of the REF leads, working with the 36 staff who would contribute to the submission.
- 8.3 Work continued towards obtaining RDAP and a review of the accreditation partnership with Chichester University was under way. All PGR processes and forms had been reviewed and updated and the University was now in a good position to increase the number of PG students.
- 8.4 MJ noted developments in the areas of knowledge exchange and civic engagement and emphasised the significant contribution made by staff, often on a voluntary basis.
- 8.5 MJ highlighted Section 6 for consideration, outlining the five commitments with a progress update for each. MJ noted one weak area surrounding updating the Research Code of Conduct, which would be reviewed in line with the new revised requirements in early 2020. All other commitments had been met.
- 8.6** The Board were asked to Approve the Research integrity statement and this was **AGREED**.
- 8.7 GR thanked MJ on behalf of the Board for making significant progress in this area.

9. Report from the Vice-Chancellor

- 9.1 RW provided some context surrounding the Lavender Fund, a fund of £17,000 which had been donated and held for student awards at a rate of £100 per year. It was proposed that

- this would be better used as a larger award or bursary each year.
- 9.2 The circumstances surrounding the original donation were unknown but GR noted that he had suggested Ian Luke contact former Principal John Rea for further information.
- 9.3 **ACTION** It was suggested that students be involved in any discussion of how the student fund could be better spent and due diligence was requested to ensure the legality of the change of use.
- 9.4 **ACTION** It was agreed F&R committee would review further in the new year.
- 9.5 RW provided a brief update on some recent headlines including the Times Higher reporting that plans to lower the tuition fee had gained no support from any political party. The Labour party continued to support free tuition. It had been further suggested that fees could be frozen until 2025 and this would represent a degradation in the unit of resource.
- 9.6 'Conditional unconditional' offers were discussed including the subsequent impact on student outcomes and RW assured the Board that these have never, and will not, be offered to prospective students at Marjon.
- 9.7 Programme review and development was underway and RW noted some positive developments in the planning and monitoring mechanisms, with further curriculum development and improvements planned.
- 9.8 The University had been awarded £50K to spend on research initiatives early in the new year. This had been accepted and plans were already underway to spend the funding. RW noted this had been offered in recognition of the credibility of the work MH had undertaken since her appointment.
- 9.9 The results of the Sports Centre review were due to be available in November and a subsequent strategy for improvements in this area would be developed. Reviews of internal processes including timetabling and the welcome teams on campus were also planned to ensure a positive experience for students and staff, setting the right ambassadorial tone.
- 9.10 GG would also be supporting a review of student expectations across campus.
- 9.11 Increased civic engagement continued, with some positive meetings being held with the Council, and the University now represented on several city-wide Boards.
- 9.12 Some new initiatives for staff and students continued to be introduced including free health checks, tai chi, and library, digital and IT skills training. There had been high demand for the graduate employment 'Futures' centre and Sports centre memberships for students had increased in the first weeks of term.
- 9.13 A tour of the PAHC building had taken place and plans for future use of this building were being developed and explored.
- 9.14 Finally RW noted that a speech given by a graduand at the recent Graduation ceremonies had received over 17,000 views and this would be made available to governors at the Strategy Day.

Part B

10. To note the Matters Arising from the previous meeting

- 10.1 Noted under the minutes at agenda item 2.

11. To note the minutes of committees

- 11.1 Finance & Resources Committee (special meeting) – 6 September 2019**
- 11.2 Governance & Nominations Committee - 12 July 2019**
- 11.3 Estates Development Task Group – 7 June 2019**

Minutes were received and noted.

12. The note the OfS decision to approve the access and participation plan

12.1 Received and noted.

13. Monitoring and evaluation of Academic provision

13.1 Received and noted.

14. Tackling Racial Harassment

14.1 Received and noted.

15. Social Media Policy

15.1 Received and noted.

16. To note a report on Fraudulent, Whistleblowing, Health and Safety Incidents and Legal Activities

16.1 Received and noted.

17. To receive a report on Student Experience and NSS results (Senate Oct)

17.1 Received and noted.

18. Student Union accounts

18.1 Received and noted.

19. To receive the HESA Student and Staff Record

19.1 Received and noted.

20. To receive the annual report from Remuneration Committee

20.1 Received and noted.

21. To receive assurance on risk processes, the register and policy

21.1 Received and noted.

22. To receive the Whistleblowing report

22.1 Received and noted.

23. To receive the Report on Board Effectiveness

23.1 Received and noted.

Reserved Business

24. Reserved business - Minutes of the previous meeting (13 September 2019)

24.1 Received and noted.