SHEFFIELD HALLAM UNIVERSITY   **BG/3/19/M**

BOARD OF GOVERNORS

Minutes of meeting held on Tuesday 11 June 2019

Present:

Lord Kerslake, Chair	Ms N Mowlana
Prof J Bale	Ms M Munn
Mr D Bye	Prof J Patnick
Prof Sir C Husbands	Mr A Okud
Dr P Jones	Ms P Thompson
Mr N MacDonald	Ms C Marlow, Interim Secretary and Clerk to the Board

Apologies for absence from Mr D Bradley, Ms K Finlayson, Mr C Kenny, Prof C Kinsella, Dr J Morrissy, Mr K Taylor, Dr S Timothy and Prof P Wiles.

In attendance	**For items**
Mr A Adegbola, Education Officer Elect, Students' Union (observer)	
Ms G Anthony-Dixon, Governance Services, Graduate Intern (observer)	
Mr R Calvert, Chief Operating Officer	
Ms C Castle, Joint Director of Student Recruitment and Admissions	7.3i, 7.3ii
Ms D Harry, Chief Finance and Planning Officer	
Dr S Jackson, Director of HR and Organisational Development	
Prof K Kerrigan, PVC Enterprise and Dean of Sheffield Business School	
Ms L Mason, Director of Strategy, Planning and Insight	7.3i, 7.3ii, 7.4
Prof A Metcalfe, PVC Faculty of Health and Wellbeing	
Mr C Moss, Group Director for Business Engagement, Employability and Skills	7.5, 7.6
Mr S Muhammed, President Elect of the Students' Union	
Ms N Rawlins, Group Director for Recruitment, Communications and Marketing	7.3i, 7.3ii, 7.4
Ms L Stallard, Executive Assistant to the Interim Secretary and Chair of the Board of Governors (observer)	
Prof C Wigginton, PVC Faculty of Social Sciences and Humanities	
Ms T Goodwill, Governance Services, Minute Secretary	

Paper reference	Minute reference		
	BG/19/47	**Chair's Opening Remarks**	
	47.1	It was noted that because five rather than the minimum of six independent members were present, the quorum for the meeting had not been achieved. In accordance with the Board's Standing Order 4.3, the Chair asked the members present to confirm whether they wished to continue with the business as published and, if so, the Clerk to the Board would be instructed to seek the comments of the absent members by correspondence immediately after the meeting. When sufficient absent members approved the decisions made at the meeting, in accordance with the Standing Order the decisions would be confirmed as decisions of the Board.	
		Action: Interim Clerk to the Board	

BG/3/19/1 Confidential Tabled	BG/19/48	**Clerk to the Board**
	48.1	The Board <u>resolved to</u>: i) <u>approve</u> the appointment of Michaela Boryslawskyj as Secretary and Clerk to the Board, subject to any remaining formalities, and with effect from September 2019; ii) <u>confirm</u> the decision to appoint Clair Marlow as interim Clerk to the Board from 24 May 2019 until a start date was confirmed for the permanent appointment. The Chair welcomed Clair to the meeting.
	48.2 addendum	Subsequent to the meeting the resolutions in 48.1 were confirmed as decisions of the Board.
	BG/19/49	**University Leadership Team and observers**
	49.1	Members of the University Leadership Team and the observers joined the meeting. The Chair welcomed the following observers to the meeting: i) Andrew Adegbola, Students' Union, Education Officer Elect; ii) Gemma Anthony-Dixon, Governance Services, Graduate Intern; iii) Lorraine Stallard, Executive Assistant to the Interim Secretary and Chair of the Board of Governors.
	BG/19/50	**Declaration of Interests**
	50.1	There were no declarations of interest.
BG/2/19/M BG/2/19/MC	BG/19/51	**Minutes of the meeting held on 5 March 2019**
	51.1	The minutes and the confidential minutes were each <u>approved</u> as a correct record.
	51.2 addendum	Subsequent to the meeting the approval of the each of the minutes were confirmed as decisions of the Board.
BG/2/19/action	BG/19/52	**Matters Arising/Action Tracker**
	52.1	The Board <u>noted</u> the action tracker.
	52.2	**Matters Arising: Minute 19/32 Campus Masterplan Phase 1 Funding** It was reported that the: i) facility agreements with each of the two banks had been signed on 12 March 2019; ii) Finance and Employment Committee would routinely monitor both facilities going forward and deal specifically with the interest rate hedging and borrowing limits.
	BG/19/53	**Other Urgent Business**
	53.1	There was no other urgent business.

BG/19/54   **Augar Review of Post-18 Education and Funding**

54.1   Ahead of the Board meeting a copy of the independent panel report to the review of Post-18 Education and Funding, which had been commissioned by the Prime Minister in 2018, had been circulated to governors. The Vice-Chancellor presented a headline summary of the report's 53 recommendations to the Government. The core issues arising from the recommendations were outlined and were:
- a lower debt burden for students but more regressive overall;
- a three year tuition fee freeze before uprating means a permanently lower level of resource for the University;
- continued challenge of the 'value' of a degree;
- a more stringently funded and tightly managed HE sector;
- that FE/HE relationships would be critical.

The Board <u>received</u> the report.

54.2   The Board discussed the University's next steps including:
i) the significance of the recommendations for the delivery of the University Strategy Transforming Lives. Governors reflected on the extent to which the report would change students' views about taking a HE course of study. The programme for the Board's October 2019 strategy event would include time for consideration of the potential impact of the report's recommendations on the University's scenario and financial planning;
ii) the likely timing of a response by the Government to the report given the political environment and priorities including the forthcoming appointment of a new Prime Minister;
iii) its relationships with FE Colleges including The Sheffield College.

BG/3/19/7.2   BG/19/55   **Academic Organisation Project**

55.1   The Board <u>noted</u> the paper which included the background to the Academic Organisation Project (AOP) and the rationale for the proposals for the Academic Operating Model which sat alongside and was consistent with the work on the Professional Services Operating Model. The aim of the AOP was to establish a clear statement of the Academic Operating Model, to ensure that the University was set up in the best possible way to deliver the University Strategy, Transforming Lives. This programme was taking place in the context of the University's operating environment including the strategic and financial challenges facing the University. The drivers were the need for more coherent and consistent cross-University academic leadership and core capability; a less siloed approach to Strategy implementation and organisation; and a model which encourages and rewards initiative at the front line.

55.2   A briefing to governors on the AOP had been given by the Chief Operating Officer prior to the meeting. The Vice-

Chancellor reported that governors' discussion at the briefing had been wide ranging and included constructive and robust challenge of the proposals. The points raised would be considered as part of the continuing work on the Academic Operating Model.

55.3   Those governors who had not been able to attend the briefing were invited to contact the Chief Operating Officer if they wished to discuss the proposals in the paper.

55.4   In response to comments from governors at the Board meeting the following were outlined:
i) the role of departments in the college structure;
ii) the proposed role of Dean (Academic Strategy) in the structure.

55.5   The Board:
i) <u>resolved to approve</u> the remit and role of the Deputy Vice-Chancellor (Academic);
ii) <u>noted</u> that a recommendation for appointment to the post of Deputy Vice-Chancellor (Academic) would be made to the Board at or ahead of its meeting on 23 July 2019;
iii) <u>noted</u> that a further paper would be presented to the Board in July 2019 setting out any changes in senior professional service roles, following completion of the Professional Service Operating Model changes.

55.6 addendum   Subsequent to the meeting the resolution in 55.5i was confirmed as a decision of the Board.

BG/3/19/7.3i Confidential

BG/19/56   **Student recruitment for 2019/20**

56.1   The Board <u>received</u> the report which summarised the full-time undergraduate recruitment position, recruitment to Higher and Degree Apprenticeships and international recruitment.

56.2   The Group Director for Recruitment, Communications and Marketing reported that as anticipated, given the challenges within the market, projections of full-time undergraduate recruitment to target for 2019/20 were lower than at this point last year. The challenges included the ongoing demographic fall in the number of 17 and 18 year olds and an increasingly crowded and competitive recruitment market. The University was confident that its broad approach was proportionate and appropriate as well as consistent with its longer-term strategic ambitions.

56.3   The Board <u>noted</u> the actions underway as set out in paragraphs 35-39 of the report. These included the potential financial impact of different recruitment scenarios. The Board discussed the University's approach to student recruitment and comments were made about:
i) the ongoing change in applicant behaviour. The national trend was that more students were applying later with year-on-year increases in Clearing recruitment despite the

demographic fall in the number of 17 and 18 year olds;

ii) which other universities applicants chose instead of the University. Examples of the choices made, which varied subject by subject, were given;

iii) international recruitment. The reasons for the changes in the level of undergraduate applications in the Faculty of Social Sciences and Humanities and the Sheffield Business School were outlined;

iv) achieving recruitment targets in Clearing. It was reported that the Clearing marketing campaign built on and refined previous good practice. The campaign included advertisement of the University in cinemas in South Yorkshire. Communications with potential individual students had been made using different media including postcards and personal messaging. Open Day bookings had increased;

v) the University's interactions with potential students which were key at the applicant stage;

vi) the allocation of resources to Clearing. The arrangements for the relocation of the Clearing operation owing to the atrium roof and refurbishment project at City Campus were outlined;

vii) raising the University's profile. Brand positioning and the customer insight work would contribute to this.

56.4   Governors were invited to visit Clearing on Thursday 15 August 2019.

Action: Group Director for Recruitment, Communications and Marketing and Interim Clerk to the Board

BG/3/19/7.3ii
Confidential

56.5   **Briefing note on full-time undergraduate application trend analysis**

The Board received the briefing note on full-time undergraduate application trend analysis. The Group Director for Recruitment, Communications and Marketing reported that the analysis was a key annual activity which enabled the University to consider its performance at both an institutional and subject level in comparison to the sector and key competitors.

56.6   Governors commented:
i) that they welcomed the comprehensive detail in the appendices;
ii) on competitors, the diversity of competitor institutions and the extent to which some of them featured regularly in the analysis;
iii) on the University's course performance compared with the market. It was reported that the Academic Portfolio Review (AOP workstream 3) would take account of both internal and external factors, including the recommendations to the Government in the recently published independent panel report to the review of Post-18 Education and Funding.

BG/3/19/7.4   BG/19/57   **Access and Participation Plan**

57.1   In February 2019 the Office for Students (OfS) published guidance for the preparation and submission of Access and Participation Plans by higher education providers. The OfS requires providers' plans to set out a longer-term vision, ambitions and strategy over a five year time frame and to set stretching, outcomes-based targets focussed on gaps identified through and honest and critical assessment of performance.

57.2   The Board <u>received</u> the report and the Director of Strategy, Planning and Insight's presentation which provided information on:
i)   the University's work to develop its Access and Participation Plan (APP). This included an assessment of performance, the evaluation of conclusions drawn from that, the development of strategic aims in connection with access, continuation, attainment, progression and the whole student lifecycle and proposed targets for the delivery of the Plan. The draft sections of the APP would be finalised following the Board's discussion;
ii)   how the OfS would assess, approve and monitor APPs as part of their risk assessment processes and links with other conditions of registration e.g. Condition D financial viability and sustainability.

57.3   Governors commented that they welcomed the analysis in the report and the presentation and that overall the targets felt right and the priorities were the right ones. The Board discussed the University's assessment and evaluation of its performance, the gaps identified to improve equality of opportunity, the level of ambition for change and the strategic direction including the targets proposed to deliver the Plan.   Comments were made about:
i)   the priority to address the Black, Asian and Minority Ethnic (BAME) attainment gap and the extent to which the targets were deliverable. At the governors' strategy event in October 2019 the Board would discuss how the University was addressing the complexities and challenges of reducing the gap;

Action: ULT and Director of Strategy, Planning and Insight

ii)   how other strategic initiatives such as the Civic University arrangements may contribute to the delivery of the APP;
iii)   the issue of key positive messages to governors who use them in their role as ambassadors to promote the University's achievements. Messages could include information about widening participation;
iv)   the work in connection with the strategic aims to improve equality of opportunity for underrepresented students.

57.4 The Board:
i) resolved to approve the University's approach to the APP;
ii) noted that the University would continue its work to develop the APP and plan the actions required to effect change;
iii) noted that the University would finalise the APP for submission to the OfS by the 1 July 2019 deadline and that Chair's action would be taken to approve the final APP for submission.

Action: Chair of the Board and Vice-Chancellor

57.5 The final APP would be posted on the governors extranet.

Action: Director of Strategy, Planning and Insight and Interim Clerk to the Board

The Board would receive reports on the implementation of the APP.

Action: ULT and Director of Strategy, Planning and Insight

57.6 It was reported that a Race Equity through Pedagogy Conference would be hosted at and by the University on 1 July 2019 in partnership with the Higher Education Race Action Group and the University of Warwick.

57.7 addendum Subsequent to the meeting the resolution in 57.4i was confirmed as a decision of the Board.

BG/3/19/7.5 Confidential

BG/19/58 **Office for Students Financial Viability and Sustainability**

58.1 Ahead of the May 2019 meeting of the Finance and Employment Committee (FEC) and the June 2019 meeting of the Board, members of the Board were made aware of the following two documents when they were posted on the governors' extranet in April 2019:
i) Letter from the Chief Executive of the Office for Students (OfS) to the chairs of governing bodies. The letter voiced concerns about the credibility of providers' of student number forecasts: *"In a financially challenging environment for higher education providers, and with the UK 18 year-old population continuing to decline in the short term, the OfS has particular concerns about the credibility of providers' student number forecasts. Our analysis suggests that over the next few years the sector in aggregate is assuming a level of growth in student numbers, and related fee income, which is not likely to be achievable."*;

ii) a confidential briefing note for the Board of Governors in response to the points in the OfS letter which was prepared by the Chief Finance and Planning Officer (CFPO).

58.2 The CFPO introduced the report which contained the briefing note which had been discussed on behalf of the Board by the

FEC at its meeting in May 2019. The Chair of FEC reported that the approach to the forecasts had been conservative and prudent. On the basis of the report and its discussion, the Committee endorsed the conclusions in the briefing note (minute FEC/19/31 refers). The Board also reviewed the conclusions and noted risks to income forecast and other financial sustainability risks. The Board <u>endorsed</u> the conclusions.

58.3   Any material change in the risks would be reported to the Board and to the OfS. The next set of financial forecasts would be presented to FEC on 10 July 2019 and to the Board of Governors on 23 July 2019 and would include an update on the student number forecasts.

Action: CFPO

BG/3/19/7.6   BG/19/59   **OfSTED Level 4 and 5 Apprenticeships - action plan**
Confidential

59.1   The Board <u>received</u> the report on the outcomes of the inspection of the University's Apprenticeships provision by the Office for Standards in Education, Children's Services and Skills (OfSTED) in March 2019. The scope of the inspection were level 4 and 5 Apprenticeships.

59.2   On behalf of the Chair of the Academic Assurance Committee (AAC) Professor Bale reported that its meeting on 24 May 2019 the AAC had reviewed the report on the outcomes and endorsed the University's recovery plan. The AAC assured the Board that the University had a recovery plan. Actions had been agreed to strengthen monitoring and reporting to the AAC and the Board. On behalf of the Board the AAC would continue to monitor the University's progress against the plan and its preparations for future OfSTED inspections. It was reported that the OfSTED monitoring visit was expected in autumn 2019 and the full re-inspection of the provision from March 2020 onwards.

59.3   The Board <u>noted</u> the report from the AAC and the University's recovery plan. Governors commented:
i)   on the University's approach to the areas for improvement in the report. The implementation of the actions in the recovery plan were outlined. This included the regular monitoring of the actions implemented, review of work with sub-contractors and an external specialist OfSTED consultant to act as a critical friend to examine and comment on the University's arrangements. An objective assessment of the arrangements would include consideration of whether the improvements were on track against the timescales in the recovery plan;
ii)   on reputational and financial risks. It was suggested that potential apprenticeship partners may, in future, decide to work only with those higher education providers who have OfSTED good or outstanding inspection reports;
iii)   that the approach to the work being undertaken by the

University in response to the outcomes of the March 2019 inspection was reassuring.

59.4   The AAC and the Board would receive regular progress reports on the University's progress against the recovery plan and discussion should provide rigorous challenge to the University's leaders and managers.

Action: The PVC Enterprise and Dean of Sheffield Business School and the Group Director for Business Engagement, Employability and Skills.

BG/3/19/7.7   BG/19/60   **Highly Skilled Employment – project update and implementation**

60.1   The Board received the progress report on the Highly Skilled Employment project (HSE) which was one of the step-change projects under the University Strategy, Transforming Lives. In January 2019 the case for change agreed by the University Leadership Team recognised that the trajectory of the graduate outcomes metric was insufficient to deliver the ambition of the Strategy and that a meaningful and sustainable change of approach with some radical cross-University elements was required.

60.2   The PVC Enterprise and Dean of Sheffield Business School summarised the:
i) components of the HSE commitment which were work experience, digital skills, career readiness and graduate attributes;
ii) approach to achieve greater levels of integration between services and course curricula to create a single and distinctive employability offer for the University's students;
iii) measures by which the University would address the risks of the project including risks relating to student satisfaction and reputational impact for the University if the quality of the HSE commitment was not at the required level.

60.3   The Board discussed the implementation and risks of the project. The following points were made:
i)   the project was ambitious and the timeline for key deliverables was relatively short;
ii)   the University's approach may be informed by metrics of comparable institutions reported as part of the Teaching Excellence Framework exercise;
iii)   the project would underpin improvement in the University's position in league tables which use graduate outcomes and National Student Survey metrics;
iv)   the project was building on best practice. The Group Director for Business Engagement, Employability and Skills reported on the work with students and employers since the Board received an update on the Employability Plan at its meeting in March 2018 (minute BG.18/31 refers). It was reported that the approach by the Group Director to student work experience had been

acknowledged recently by recruitment agencies and was highly regarded;

v) the approach to the work experience component was inclusive and did include international students;

vi) members of the Board may be invited to provide contacts from their networks which the University may choose to use to explore opportunities for placements with employers;

vii) to enable the Board's monitoring of the University's performance governors requested that progress reports on the project contain granular detail to evidence progress. The University would develop metrics for the project. It was suggested that progress against the project's objectives be reported in future University Performance Reports.

Action: PVC Enterprise and Dean of Sheffield Business School and Director of Strategy, Planning and Insight

BG/3/19/8.1	BG/19/61	**University Performance Report: data to end of April 2019 (period 9)**

61.1 The Board <u>received</u> the University performance report (UPR) for period 9 to end of April 2019 and reviewed the University's progress against plans, its performance against key performance indicators and compared to the higher education sector, its financial position and the risks being mitigated against.

61.2 The Chief Finance and Planning Officer highlighted:

i) the University's position in the Guardian league tables which had been published after the circulation of the UPR to the Board. The University had risen 15 places to 55th. The main drivers for the improvement were the outcomes of the National Student Survey;

ii) the growth in research income including research grants awarded to the University:

a) for 2018/19 research income was forecast to be £9.5m (£0.1m above budget). This was the highest expected research income figure in the last six years and a 17% year-on-year growth;

b) growth of research grants awarded with £12.1m secured in the 2018/19 academic year so far (excluding consultancy). There had been significant growth in income compared with £7.5 million in the whole of the previous academic year. The growth had been achieved from a range of funding sources;

iii) apprenticeships. The student intake for 2018/19 was 539 against a target of 500; this had grown from 395 in 2017/18, with some further enrolments possible before the end of the 2018/19 academic year;

iv) that the impact of implementing the Professional Services Operating Model (PSOM) was now showing in the Professional Services staff to Academic staff ratio. The number of Professional Services staff fell by over 70 from

October 2018. A small increase in Academic staff moved the ratio from 1.3:1 to 1.2:1. Over the coming months, as part of the next phase of the PSOM, the ratio was expected to improve;

v) the BAME staff percentage which continues to increase. Now standing at 8.3%, it was up from 8.0% at the end of January 2019 (quarter 2), and from 7.5% 12 months ago;

vi) that the University's highest risks remain:
    a) student recruitment. Mitigating plans were in place for confirmation and Clearing and for medium-term actions to address 2020 entry;
    b) changes in the external HE funding environment. The University's Augar working group was developing scenarios and options for the University in response to the recommendations made to the Government (minute BG/19/54 refers).

BG/3/19/8.2	BG/19/62	**President of the Students' Union Report**

62.1   The Board <u>received</u> the progress report which described the activities of the Sheffield Hallam Students' Union (SHSU) in 2018/19 and made specific reference to student opportunities and engagement. The President and the Welfare and Community Officer each gave a summary of the progress made in the year and the many highlights. The Officers thanked the Board of Governors for its support. Governors thanked the Officers and commented on the work of the Officer team across the broad range of activities detailed in the report which was impressive.

62.2   In response to comments from governors about the financial and operating challenges faced by the SHSU it was reported that the SHSU and the University had jointly commissioned an external independent review of the SHSU performance. The review outcomes report would be made to the SHSU and the University before the end of the 2018/19 academic year.

62.3   The Interim Secretary reported that she had received a report on the Students' Union's elections held in Spring 2019 from the Returning Officer and was satisfied that the elections were conducted fairly and properly.

BG/19/63   **Report from Staff governors**

63.1   The Board <u>received</u> the report from the staff governors who commented on working conditions for academic staff and highlighted:
i) workload intensification. The branch of the University and College Union at the University was preparing to ballot its members;
ii) the University's approach to flexible working;
iii) that the University's Staff Engagement Survey outcomes, which would be reported to a future meeting of the Board, would provide an opportunity to discuss staff related matters with the Board.

The PVC Faculty of Social Sciences and Humanities offered to meet with the staff governors following the meeting to discuss the points raised in (i) and (ii).

| BG/3/19/8.4i Confidential | BG/19/64 | **Estate Developments** |
| | | |

64.1   The Board <u>received</u> the progress report on estate projects in the capital plan (June 2019 monthly dashboard). The Chief Operating Officer reported:

i) on the Hallam Alliance. This would be a long-term partnership between the University, a multi-discipline design team, a contractor and a facilities management provider. Appointments would be made shortly and the partners would work together to deliver the new buildings in the Campus Masterplan;

ii) that the phasing and sequencing of the projects in the Campus Masterplan would be kept under review in the context of the strategic and financial challenges facing the University;

iii) on the progress of the atrium roof and refurbishment at City Campus.

BG/3/19/8.4ii
Confidential

64.2   **Sale of the freehold of a property**

The Board <u>resolved to approve</u> the recommendation from the Finance and Employment Committee for the sale of the freehold of the property specified in the paper.

BG/3/19/8.4iii
Confidential

64.3   **Purchase of a property**

The Board <u>noted</u> the Chair's action taken by the Chair of the Finance and Employment Committee and the Chair of the Board to approve the purchase of the property specified in the paper.

64.4
addendum   Subsequent to the meeting the resolution in 64.2 was confirmed as a decision of the Board and the Chairs' action taken to purchase a property (64.3) were noted.

BG/3/19/9.1   BG/19/65   **Amendments to Student Disciplinary Regulations**

65.1   The Board <u>resolved to approve</u> the amendments to the Student Disciplinary Regulations.

65.2
addendum   Subsequent to the meeting the resolution in 65.1 was confirmed as a decision of the Board.

BG/3/19/9.2   BG/19/66   **Vice-Chancellor's report**

66.1   The Board <u>received</u> the Vice-Chancellor's report which provided a briefing on policy affecting Higher Education (HE) and summarised activity in the HE sector, the Sheffield City Region and at the University.

BG/3/19/9.3	BG/19/67	**Minutes of the Academic Board**

67.1   The Board would receive the unconfirmed minutes of the Academic Board meeting held on 9 May 2019 at its meeting in July 2019.

Action: Vice-Chancellor and Secretary (Governance Services)

BG/3/19/9.4	BG/19/68	**Strategy Event October 2019: outline programme**

68.1   The Board received the outline programme for the governors' strategy event in October 2019.

BG/3/19/9.5 Confidential	BG/19/69 69.1	**Prevent Monitoring: accountability and data return outcome for Sheffield Hallam University**

69.1   The Board received the letter from the Office for Students and noted the next steps.

BG/3/19/10.1 Confidential	BG/19/70	**Appointments to the Board of Governors**

70.1   The Board noted that the periods of office for the following student nominees would end in June 2019:
i)   Abdullah Okud, President of the Students' Union is a member of the Board and the Nominations Committee and the Universities of Sheffield Military Education Committee;
ii)   Nabeela Mowlana, Welfare and Community Officer is a member of the Board.

70.2   The Board resolved to approve the appointment of the following student nominees to the Board of Governors for the period July 2019 to June 2020:
i)   Sheriff Muhammed, President Elect of the Students' Union;
ii)   Andrew Ademola Adegbola, Education Officer Elect of the Students' Union.

70.3 addendum   Subsequent to the meeting each of the resolutions in 70.2 were confirmed as a decision of the Board.

70.4   The Board received the report that at its meeting in July 2019 the Nominations Committee would consider the next steps with regard to the Board vacancies for external members and also the turnover of members on the Board's committees.

BG/3/19/10.2 Tabled	BG/19/71	**Board Effectiveness**

71.1   The Board received the progress report from the Board Effectiveness Working Group (BEWG) following its May 2019 meeting. The Board noted the next steps with the further work in relation to:
i)   the University's Instrument and Articles of Government;
ii)   governors' ambassadorial roles;
iii)   a Board membership which reflects a diversity of characteristics;

iv) Board Portal. The pros and cons of Board Portals would be explored further including the implementation and ongoing financial costs;

v) the next review of effectiveness in 2020/21.

BG/19/72 **Chairs' Report**

72.1 The Board <u>received</u> the reports in 72.2 to 72.5.

72.2 The Chair of the Finance and Employment Committee (FEC) reported that the unconfirmed minutes of the Committee's meeting held in May 2019 were on the agenda. The Committee had discussed:
i) the assumptions underpinning the Office for Students (OfS) Budget 2019/20 and Forecast to 2023/24 prior to a report being made to the Committee at its meeting in July 2019 for recommendation to the Board;
ii) the headline results from the Staff Engagement Survey;
iii) developments in relation to all three of the University's main pension schemes since the report to the Board at its Strategy and Development event in January 2019.

72.3 On behalf of the Chair of the Academic Assurance Committee (AAC) Professor Bale reported that the unconfirmed minutes of the Committee's meeting held in May 2019 were on the agenda. The Committee had discussed:
i) the report and University's recovery plan following OfSTED's inspection of the University's Apprenticeships provision in March 2019 as discussed earlier by the Board;
ii) the proposed revisions to the annual review process and periodic review process. The alignment of the annual review cycle with the academic cycle would enable reporting to the AAC and to the Board to be more reflective of the most recent academic year and for it to link better with the business planning process;
iii) the breadth of the student voice reported to the AAC. In addition to the Student Voice report the AAC had requested that the University provide other information from a range of metrics including the quality of teaching provision;
iv) its specialist advice and assurance on academic matters given to the Board to enable the Board to fulfill its responsibilities as required by the Office for Students on academic matters.

72.4 The changes and amendments to the AAC's terms of reference (minute AAC/19/03 refers) would be recommended to the Board at its meeting in October 2019.

Action: Clerk to the Board

72.5 On behalf of the Chair of the Audit and Risk Committee (ARC) the Interim Secretary and Clerk to the Board reported that:
i) the confirmed minutes of the ARC's meeting held on 14

March 2019 were on the agenda. The Committee had:

a) received a report on risk management. All risks continued to be appropriately managed with risks allocated to corporate risk owners. The ARC had noted the risk and provisional outcomes of the OfSTED inspection of the University's Apprenticeship provision in March 2019;

b) received a report on the work to review the University's policy and procedures in relation to public interest disclosure. The action taken under the policy would be reported to the Board in the ARC Chair's report and the ARC minutes;

c) discussed the performance of the external auditors and concluded that it had been satisfactory.

ii)   at its meeting on 6 June 2019 the Committee had:

a) received a report on risk management which included the progress made in managing corporate risks, the University's work to consider how the independent panel report to the review of Post-18 Education and Funding would impact on the going concern assessment in the financial statements, the 2018/19 risk management report from the internal auditors which would be updated to reflect the work to develop the assurance map and received a briefing on the Campus Masterplan risks;

b) received a report on progress of the implementation of the General Data Protection Regulation (GDPR) and the Data Protection Act 2018 (DPA). Following comments at the January 2019 Board meeting (minute BG/19/9 refers) in connection with the need for robust management of personal data during Clearing, the ARC was assured that appropriate action had been taken in 2018 to ensure compliance with GDPR/DPA and that action would take place in 2019;

c) received a report on the ongoing work to develop an assurance map to ensure compliance with the initial and general ongoing conditions of registration with the Office for Students and linked closely with the corporate risk register;

d) noted the amended approach to the declaration of related party transactions in the financial statements to comply with FRS102 and the HE SORP. The Clerk would send details to members of the Board in July 2019, in the annual request to update their entry in the Register of Interests. A prompt response by governors to the update would enable Governance Services and the Finance Directorate to finalise this work in relation to the financial statements.

BG/3/19/10.4	BG/19/75	**Audit and Risk Committee: Revised Terms of Reference**
	75.1	The Board resolved to approve the revised terms of reference of the Audit and Risk Committee
	75.2	Subsequent to the meeting the resolution in 75.1 was

	addendum	confirmed as a decision of the Board.
BG/3/19/10.5i	BG/19/76	**Minutes of the Committees of the Board**
	76.1	The Board <u>received</u> the confirmed minutes of the Audit and Risk Committee meeting held on 14 March 2019.
BG/3/19/10.5ii Tabled BG/3/19/10.5iii Tabled	76.2	The Board <u>received</u> the unconfirmed minutes of the: i) Finance and Employment Committee meeting held on 22 May 2019; ii) Academic Assurance Committee meeting held on 24 May 2019.
BG/3/19/11	BG/19/77	**Schedule of Meetings and Outline Forward Planning Programme**
	77.1	The Board <u>received</u> the forward planning programme and <u>noted</u> that the next Board meeting will be held on Tuesday 23 July 2019.
	BG/19/78	**Chair's Closing Remarks**
	78.1	On behalf of the Board the Chair thanked Abdullah Okud (President of the Students' Union) and Nabella Mowlana (Welfare and Community Officer) for their service to the Students' Union and the Board of Governors.