

CONFIRMED MINUTES OF THE MEETING HELD ON FRIDAY 15 OCTOBER 2021
PRESENT:

Lord Bob Kerslake (Chair)	Sameer Kothari
Jo Allen (items 1 to 9.1)	Dr Matt Lilley
Prof Jeff Bale	Neil Macdonald
Gabrielle Berring	Meg Munn
Dan Bye	Sabahat Pathan
Angela Foulkes (from item 7.1)	Prof Julietta Patnick
Ian Hall	Prof Keith Ridgway
Prof Sir Chris Husbands	Giles Searby
Praise Ishola	Jonathan Slater
Chris Kenny	Penny Thompson
Dr Claire Ketnor	

APOLOGIES:

None

IN ATTENDANCE:
AGENDA ITEM

Michaela Boryslawskyj, University Secretary	All
Richard Calvert, Deputy Vice-Chancellor (Strategy and Operations)	All
Deborah Harry, Chief Finance and Planning Officer	All
Dr Sally Jackson, Chief People Officer	All
Prof Kevin Kerrigan, PVC Business and Enterprise	All
Ben Machin, Governance, Legal and Sector Regulation (Observer)	All
Dr Lisa Mooney, PVC Research and Innovation	All
Nicola Rawlins, Group Director Recruitment, Communications & Marketing	Item 7.3
Prof David Shepherd, PVC for Teaching and Learning	All
Prof Chris Wiggington, PVC Global and Academic Partnerships	All
Tracey Goodwill, Minute Secretary, Governance, Legal and Sector Regulation	All

Chair's Opening Remarks

Minute Ref **BG/6/21/1**

- 1.1 The Chair welcomed the following to their first Board meeting:
- i) Gabrielle Berring (Independent Member);
 - ii) David Shepherd, PVC for Teaching and Learning who joined the University in September 2021;
 - iii) Ben Machin, Directorate of Governance, Legal and Sector Regulation (observer).

Agenda item 2

Election of Deputy Chair of the Board

Minute Ref **BG/6/21/2**

- 2.1 Following a call for nominations for Deputy Chair of the Board in accordance with its Regulations, the Board resolved to appoint Meg Munn (Independent Member) as the

Deputy Chair, from 15 October 2021 until 31 July 2023. This term was commensurate with Meg's term of office on the Board.

Agenda item. 3	Declarations of Interest	Minute Ref BG/6/21/3
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3.1 There were no declarations of interest.

Agenda item 4	Minutes of Previous Meetings	Minute Ref BG/6/21/4
Paper Ref		
BG/4/21/M		
BG/4/21/MC		
BG/5/21/M		
BG/5/21/MC		

4.1 The Board resolved to approve the:

- i) Minutes and confidential minutes of the 20 July 2021 meeting;
- ii) Minutes and confidential minutes of the special meeting held on 29 September 2021.

Agenda item 5	Matters Arising / Action Tracker	Minute Ref BG/6/21/5
BG/4/21/action tracker		

5.1 The Board noted the action tracker.

Agenda item 6	Other Urgent Business	Minute Ref BG/6/21/6
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6.1 There was no other urgent business.

Agenda item 7.1	Vice-Chancellor's Report	Minute Ref BG/6/21/7
Paper Ref		
BG/6/21/7.1		
Confidential		

7.1 The Board noted the Vice-Chancellor's report. The Vice-Chancellor highlighted the following.

- i) the uncertain external operating and policy context for HE. The Government's formal response to the Augar post-18 review of education and funding was expected as part of the Comprehensive Spending Review on 27 October 2021;
- ii) the purposes of the Skills and Post-16 Education Bill and the Higher Education (Freedom of Speech) Bill. In response to a question about the assurance to protect staff, it was reported that the Freedom of Speech Bill was intended to provide a clear means of redress where staff or students feel unable to express themselves without fear or repercussion;
- iii) the proposed changes to Initial Teacher Training in the Department for Education (DfE) consultation and the University's response as one of the largest English providers of ITT;
- iv) the DfE published its consultation response to the Review of post-16 qualifications at level 3 in England in July 2021. In response to a question governors shared their thoughts on what the response may mean for apprenticeships, A-levels, T-levels and BTEC qualifications;
- v) the planning for teaching and learning in 2021/22 across the University's portfolio following the easing of pandemic lockdown restrictions by the Government, noting that the majority of the engagement with students was face-to-face. In

connection with online engagement, Nursing and Midwifery were working with Health Education England on pilot 'simulation placements'. The use of the campus to allow for agile, proportionate adjustments to minimise disruption to the student experience and the maintenance of a safe working environment, including the wearing of masks which was encouraged, was outlined. In response to a question, the opportunities for COVID-19 vaccination on and around campus including 'grab a jab' and the approach to raising students' awareness of arrangements were outlined.

- vi) the University had received notice from the University and College Union (UCU) that it was balloting its members for industrial action in response to a national dispute. The background to and outcomes of the 2021 pay negotiations including the University's implementation of the 1.5% settlement were outlined (minute BG/6/21/15 refers).

- 7.2 Governors commented on staff morale, workload and achievements in what had been a very challenging 18 months because of the disruption created by the pandemic and other factors which could not have been foreseen. As part of the strategic communications plan, a message on behalf of the Board should express the Board's appreciation of staff. Some governors commented that whilst they supported the issue of a Board communication it would not resolve the issues raised in the UCU ballot for industrial action. Some governors commented that a strike would be disastrous for the HE sector as a whole.

It was reported that:

- the close working relationship with the UCU branch at the University continued.
- the University would work to mitigate the impact of any industrial action on the student experience.
- a pulse survey of staff would be launched before Christmas 2021 by the Directorate of Human Resources and Organisational Development
- as a result of rising energy costs and fuel bills, all staff had been informed that the University would be making a one-off payment of £250 (pro rata for part-time staff) to all staff in January 2022 salaries.

Agenda item 7.2

University Future Strategy

Minute Ref BG/6/21/8

- 8.1 The Future Strategy Programme (FSP) was a major institutional change programme designed to embed learning from the pandemic, to reshape academic provision for the future by simplifying and streamlining the offer, the way it is taught, assessed and evaluated, by reducing the estate footprint and by transitioning to a more flexible, lower cost mode of operation. Following the July 2021 Board meeting, the Programme made strong progress over the summer including reviewing the academic taught portfolio and developing a new University Portfolio Plan. The Portfolio Plan provides not only the critical foundation for the University's positioning as a world leading applied university, but also for long term financial and operational sustainability. The vision of an extended campus including staff hybrid working had also progressed.

- 8.2 At the October 2021 Strategy Event the Board had discussed the FSP including consideration of the University's key performance indicators, its performance against them and compared to the higher education sector, its financial position and approach to sustainability, its opportunities and the risks being mitigated against in the delivery of the University's priorities.

- 8.3 The Board confirmed that it was comfortable with the direction of travel of the Future Strategy. The next steps were that:

- a report on the actions from the Strategy Event would be made to the Board at its meeting in December 2021;
- the University Performance Report which the Board would receive at its meeting in December 2021 would include a revised set of KPIs;
- the Board would receive a timed programme of the strategic decisions to be considered including those in connection with the Portfolio Plan. Governors commented that the timescales for the implementation of decisions should be realistic;
- briefings for governors about the Future Strategy would be arranged where needed. Governors commented that as a part of the induction of new members briefings should include the work of the committees.

Action: University Secretary, Vice-Chancellor and ULT

<p>Agenda Item 7.3 Paper Ref BG/6/21/7.3 Confidential</p>	<p>Student Recruitment for 2021</p>	<p>Minute Ref BG/6/21/9</p>
<p>9.1</p>	<p>The Group Director Recruitment, Communications and Marketing introduced the student recruitment report and in the context of what was known about local, national and international markets, summarised the University's performance. This included comparisons with the University's year on year performance and benchmarks. The UCAS end of cycle data, which would be published in January 2022, would allow detailed analysis of the University's performance in relation to its competitors. The Board <u>noted</u> the update.</p>	
<p>9.2</p>	<p>The Board discussed the University's experience in student recruitment markets in what had been a very challenging year. The following points were made:</p> <ul style="list-style-type: none"> i) The University's experience of home full-time undergraduate recruitment following this year's A-level results was common with that of its peers. More students met the conditions of their first choice offer and this changed the normal operation of the Clearing market. ii) prospective students' perceptions of the City were a factor in recruitment markets. The University was discussing the promotion of the City of Sheffield and the City's profile with other anchor institutions. iii) prospective students benefit from in-person opportunities including visits to campus prior to enrolment. In response to a question, the University's programme of support for prospective students and the training for staff who met and interviewed them were outlined. It was reported that opportunities over recent months for in-person events had been limited but looking beyond the pandemic, the University's Autumn 2021 arrangements included an Open Day on Saturday 16 October 2021 and planning for engagement with Schools and Colleges. In response to comments it was reported that the University's arrangements for engagement with Schools and Colleges would be clarified with staff. iv) how tariff generally was perceived by prospective students and the University's approach to tariff. v) the use of league tables by prospective students as a source of information about HE providers. The Board had discussed the National Student Survey (NSS) outcomes at the October 2021 Strategy Event and work would continue on the University's action plan. 	

- vi) graduates who applied as a backup plan earlier in the cycle had moved away from plans to study following the re-opening of the jobs market. It was likely that this had affected the University's level of recruitment in markets for postgraduate teacher education and postgraduate (home) full-time students.
- vii) the pandemic had increased employers' appetite for different modes of delivery with increased interest in online delivery models for Higher and Degree Apprenticeships.
- viii) the University's strong growth in international recruitment had been driven by several factors including an increased demand for full-time postgraduate courses, growth in the Indian and Nigerian markets following the re-introduction of a post study work visa for students graduating from summer 2021, the closure of Australian and New Zealand borders owing to the pandemic and Sheffield as a diverse and welcoming City for international students. In response to a question about the international student experience, the arrangements for proactive engagement with level 7 students beyond induction would be clarified with the International Officer.
Action: Group Director Recruitment, Communications and Marketing
- ix) the University would continue to monitor potential policy and regulatory changes which raise significant uncertainty about future recruitment and retention.
- x) the Portfolio Plan including the University's ambitions and decisions to be made in connection with areas of growth, the pace of growth and the market mix, would be managed to ensure the quality of the student experience.
- xi) a further promotion of the University's offer in a TV campaign was being planned.
- xii) although student recruitment markets had been affected by the disruption created by the pandemic the University sought to understand more about all the factors affecting recruitment. This included the attractiveness of the University's profile in markets. A review had been commissioned.

The Board would continue to receive regular reports on student recruitment including the outcomes of the commissioned review.

Agenda item 7.4
Paper Ref
BG/6/21/7.4
Confidential

**University Performance Report: data to end July 2021
(period 12)**

Minute Ref BG/6/21/10

- 10.1 The Board received the University Performance Report (period 12) and a minute confidential to the Board was recorded.

- 10.2 Following discussion of the NSS at the Board's October 2021 Strategy Event, the Board would receive a report with further detail on the NSS outcomes.

Action: PVC for Teaching and Learning

Agenda Item 8.1
Paper Ref
BG/6/21/8.1

Report from the Students' Union

Minute Ref BG/6/21/11

- 11.1 The Board received the report which summarised the work of the elected Officers in the Sheffield Hallam Students' Union (SHSU) at the start of the 2021/22 academic year and reported progress on the SHSU Strategy.

The President reported on his work with the new Officers including their training and induction, the SHSU welcome and engagement with new students, his lobbying for fee compensation for students and the work of the Black History month (October 2021)

steering group to plan events including a food and culture night. A mental health campaign in November 2021 was being planned with the University. The next steps following the review of the departmental representative model, which had been conducted in March-July 2021, were being progressed.

The International Officer reported on her work to progress the Peer Assisted Learning Scheme, establishment of academic societies, feedback systems, Know Your Rights campaign, support for students with accommodation and food, networking and academic conversation clubs.

11.2 Governors commented that it was a positive report.

In response to questions the action taken by the Students' Union to address reports of harassment were outlined. This included the promotion of Report and Support and an October 2021 sexual harassment awareness day prior to which the SHSU had worked with the University's communications team to promote the day. A harassment prevention module would be part of the student orientation pack.

It was reported that at its September 2021 meeting the Finance and Employment Committee was briefed on the new Protect and Respect programme which was supported by the Hallam Values and the University's Equality, Diversity and Inclusion Objectives. The importance of the initiative had been highlighted by the OfS Statement of Expectation and the Chief People Officer was working closely with Director of Academic Services in this area.

In response to a question, the issues being managed by the SHSU in connection with the supply of sports kit for students, which included supply chain issues, were outlined.

Agenda item 8.2

Chair's Reports

Minute Ref **BG/6/21/12**

12.1 At the first meetings in 2021/22 the committees had welcomed each of the new members to their first meeting.

- 12.2 The acting Chair of the **Finance and Employment Committee (FEC)** reported that at its meeting on 29 September 2021 the Committee:
- i) received the provisional outturn for 2020/21 (subject to audit), including a comparison with the previous year, which showed a positive performance.
 - ii) received an update from the Board's Refinancing for Transforming Lives Task and Finish Group;
 - iii) had been briefed on the key elements of the University's Digital Strategy. Reports would be part of the Committee's forward schedule of business to enable oversight of the digital agenda;
 - iv) approved the bad debt write-off against the existing provision;
 - v) received an update on the University's pension arrangements.

- 12.3 The Chair of the **Audit and Risk Committee (ARC)** reported that at its meeting on 30 September 2021 the Committee:
- i) received reports on risk management which included:
 - KPMG's internal audit of risk management.
 - review of the University's risk appetite.
 - the changes following the review by management of the corporate risk register and heatmap;

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- a 'deep dive' on commercial risk was due to take place at the Committee in November 2021.
 - ii) considered a number of internal audit reports;
 - iii) agreed the 2021/22 internal audit programme.
 - iv) received an update on the tenders for (i) internal audit services for 2022/23 onwards and (ii) external audit services for the audit of the financial statements for year ended 31 July 2022.
 - v) received the annual value for money report which provided assurance to the ARC that the University met the requirements of the OfS Value for Money Strategy 2019 to 2021 and associated guidance.
 - vi) noted that the external audit of the University's Annual Report and Financial Statements for the year ended 31 July 2021 was progressing well and remained on track.
 - vii) recommended an amendment to the quorum in the Committee's terms of reference.
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12.4 The Chair of the Academic Assurance Committee (AAC) reported that at its meeting on 6 October 2021 the Committee:

- i) commended the departing Deputy Vice-Chancellor (Academic) for his stewardship through the pandemic to provide quality education under challenging circumstances.
 - ii) received reports on aspects of academic regulation and the student experience including the development of the language for learning, National Student Survey 2021 outcomes and student casework annual statistical review.
 - iii) reviewed a report on the University's compliance with the Concordat to support research integrity and the 2020/21 annual report of the University's Research Ethics Committee. The AAC expressed confidence in the mechanisms for the management and oversight of these matters by the University and the Academic Board.
 - iv) received and commented on work in connection with Apprenticeships provision and OfSTED requirements. There would be a re-inspection by OfSTED in 2021/22.
 - v) reviewed its effectiveness and agreed the content of its 2020/21 annual report and endorsed the revised Terms of Reference to be presented to the Board at its meeting in December 2021.
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12.5 The Chair of the Remuneration Committee (RC) reported that at its meeting on 8 October 2021 the Committee:

- i) determined the outcome of the Vice-Chancellor's and other Board appointments pay review with reference to the pay structure of other senior staff.
 - ii) received a report on the evaluation of University Leadership Team (ULT) roles and objectives. The Committee endorsed the leadership team's decision relating to performance related pay awards for ULT members to ensure parity in senior staff remuneration.
 - iii) received an annual severance packages comparison report and noted that redundancy and settlement agreements during 2020/21 had considerably reduced in both number and cost compared with the previous year.
 - iv) received an update on the outcome of the interviews on 1 October 2021 for the DVC (Academic).
 - v) reviewed the changes since presentation of the initial draft Annual Remuneration Committee Report in July 2021 and recommended the report to the Board, together with the publication of the Remuneration Statement in the University's Annual Report and Financial Statements for the year ended 31 July 2021.
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	vi)	reviewed its effectiveness and Terms of Reference and noted the positive responses to the effectiveness questionnaire in terms of the Committee's role and responsibilities, member contribution and skills balance. Meg Munn was elected as Deputy Chair of the Committee for the 2021/22 academic year. The revised Terms of Reference were recommended to the Board including a new delegation regarding severance arrangements.	
	vii)	received an update, following the Governance and Nominations Committee's meeting on 8 October, that arrangements for interview were being made in connection with the Remuneration Committee's vacancy for an external co-opted member.	
12.6	The Chair of the Board reported that at its meeting on 14 September 2021 the Board Officers Group had received updates on the external operating and policy context for HE, were briefed on work in preparation for the Board's October 2021 Strategy Event and received updates on University developments.		
12.7	Items from the 8 October 2021 meeting of the Governance and Nominations Committee were presented in the University Secretary's Report (paper BG/6/21/9.2 refers).		
Agenda Item Paper Ref BG/6/21/9.1 Confidential	9.1	Refinancing for Transforming Lives (TL2) Task Group: Framework and Revised Governance Proposals	Minute Ref BG/6/21/13
13.1	A minute confidential to the Board was recorded.		
Agenda item Paper Ref BG/6/21/9.2 Confidential	9.2	University Secretary's Report	Minute Ref BG/6/21/14
14.1	The Board <u>noted</u> the work in progress to fill the vacancies on the Board from 1 August 2021 for an Independent Member and two members of academic staff. The University Secretary reported that in connection with the Board's commitment to enhancing diversity of membership, arrangements were in place to interview applicants to the Governance Apprenticeship Programme.		
14.2	The Board <u>resolved to approve</u> the appointment of: <ul style="list-style-type: none">Chris Kenny (Independent Member) to the Honorary Awards Committee from 15 October 2021 to 31 July 2022.Keith Ridgway (Independent Member) to the Universities of Sheffield Military Education Committee as the Sheffield Hallam University governing body representative from 15 October 2021 to 31 July 2024.		
14.3	The Board <u>resolved to approve</u> the updated election procedures for staff as recommended by the Governance and Nominations Committee.		
14.4	The Board <u>resolved to approve</u> the Remuneration Committee annual report and Remuneration Statement for publication in the Annual Report and Financial Statements for the year ended 31 July 2021.		
14.5	The Board <u>noted</u> the 2020/21 annual reports of the: <ul style="list-style-type: none">Finance and Employment CommitteeNominations CommitteeRemuneration Committee		

14.6 The Board resolved to approve the changes to terms of reference of each of the following to be effective from 15 October 2021:

- Audit and Risk Committee
- Finance and Employment Committee
- Governance and Nominations Committee
- Remuneration Committee

14.7 The Board considered the draft Prevent Duty report, resolved to approve the declarations (appendix 3 Accountability Statement) and the delegation of authority to sign off the final version for submission to the Chair of the Board. To OfS by 1 December deadline.

Agenda Item 10.1
Paper Ref
BG/6/21/10.1

Pay Award

Minute Ref
BG/6/21/15

15.1 The Board received the report and noted that Chair's action had been taken to approve the 2021 pay award for implementation in the September 2021 payroll and backdated to 1 August 2021.

Agenda item 10.2
Paper Ref
BG/6/21/10.2

Office for Students (OfS): Deadlines and Requirements for 2021/2022 data returns and Annual Financial Return 2022

Minute Ref
BG/6/21/16

16.1 The Board noted the report and OfS letter which provided an update on the:

- the requirements and deadlines for the data returns required by the OfS during the 2021/22 academic year; and
- early information from the OfS concerning the Financial Return 2022.

Agenda Item 10.3
Paper Ref
BG/6/21/10.3i
BG/6/21/10.3ii

Research Integrity Concordat and University Ethics Research Committee Annual Report

Minute Ref
BG/6/21/17

17.1 The Board:

- i) noted the report on the University's compliance with the Concordat to support research integrity and endorsed the statement on compliance.
- ii) endorsed the 2020/21 annual report of the University's Research Ethics Committee.

Agenda item 10.4
Paper Ref
BG/6/21/10.4
Confidential

Honorary Awards 2021

Minute Ref
BG/6/21/18

18.1 The Board noted the report.

Agenda Item 10.5
Paper Ref
BG/6/21/10.5

Minutes of the Finance and Employment Committee

Minute Ref
BG/6/21/19

19.1 The Board received the unconfirmed minutes of the Finance and Employment Committee meeting held on 29 September 2021.

Agenda item 10.6
Paper Ref
BG/6/21/10.6i + 6ii

Academic Governance

Minute Ref
BG/6/21/20

- 20.1 The Board received the:
- i) confirmed minutes of the Academic Assurance Committee meeting held on 9 July 2021;
 - ii) unconfirmed minutes of the Academic Board meeting held on 22 September 2021.

Agenda Item 10.7
Paper Ref
BG/6/21/10.7

Minutes of the Health, Safety and Wellbeing Committee

Minute Ref BG/6/21/21

- 21.1 The Board received the unconfirmed minutes of the Health, Safety and Wellbeing Committee meeting held on 22 July 2021.

Agenda item 11
Paper Ref
BG/6/21/11.1

Corporation Seal

Minute Ref BG/6/21/22

- 22.1 The Board noted the report.

Agenda Item 12
Paper Ref
BG/6/21/12

Schedule of Meetings and Outline Annual Cycle of Business

Minute Ref BG/6/21/23

- 23.1 The Board:
- i) received the outline annual cycle of business which would be updated following the discussions at the Board's October 2021 Strategy Event.
 - ii) noted that the next business meeting of the Board will be held from 3.00pm to 6.00pm on Tuesday 7 December 2021 at City Campus.

- 23.2 Following the discussion at the Board's October 2021 strategy event, the forward programme of business would be updated with strategic topics for discussion at Board meetings in 2021/22.

Action: University Secretary