



**Minutes
Board of Governors
07 October 2020
Via Zoom Conference Call**

Present: Mr David Brambell
Mr Charlie Canning – SU Governor
Dr Christine Campbell – Staff Governor
Ms Noreen Doyle
Fr Richard Finn
Mr Dave Hartnett (Chair)
Mr Anthony McClaran – Vice-Chancellor
Ms Claire McDonnell
Professor Anne Moran
Ms June Mulroy
Mr Pietro Palladino
Ms Kristen Pilbrow – Staff Governor
Mr John Unsworth

In Attendance: Mrs Elizabeth Bell – Director of Strategic Planning
Mrs Jo Blunden – Chief Operating Officer (“COO”)
Mr Paul Bridge – PVC (Global Engagement)
Mr Andrew Browning – Clerk to the Board
Professor John Charmley - Provost
Mr Richard Solomon – Chief Financial Officer

Apologies: Bishop Richard Moth, Mr Jeffrey Cottle

20/01	<p>Chair of Meeting</p> <p>Due to the Chair of the Board, Bishop Richard Moth, being unable to attend Dave Hartnett had agreed to Chair the meeting.</p>		
20/02	<p>Declarations of Interest</p> <p>There were no declarations of interest.</p>		

20/03	<p>Minutes of Previous Meeting</p> <p>The minutes of the previous meeting were approved by the Board.</p>		
20/04	<p>Matters Arising</p> <p>99/19 Equality and Inclusion – A paper has been drafted by the Clerk on Board recruitment and diversity. This will initially be discussed with the Vice-Chancellor and the Chair of the Board and will then be shared more widely with the Nominations Committee</p>	AB	30/10
20/05	<p>Vice-Chancellor's Report <i>Paper 1 refers</i></p> <p>The Vice-Chancellor asked the COO to give an update on the return to campus arrangements. The COO told the Board that that the campus reopening had gone well and broadly there was compliance by both students and staff with the new systems. The BCP was meeting on a daily basis to review the data and to agree actions where necessary. The local PHE has approved the University's Covid plans and the University has different levels which it will to move to depending upon infection levels.</p> <p>The University has offered the car park at Teddington Lock to be the site of a walk-in test centre. There are still issues regarding access to the playing fields which need to be resolved but if these can be overcome then the use of the site as a testing centre can go ahead.</p> <p>The Board were told that the joint Board/SLT strategy working group had continued to meet and there would be a discussion of its work at the Board of Governors Away Day which was taking place next week.</p> <p>The Vice-Chancellor had signed a memorandum of understanding with the University of Notre Dame Australia. It was hoped that this will set the stage for collaboration in a wide range of areas and create the opportunity for the two universities to pursue joint academic programmes.</p>		

	<p>The Vice Chancellor said that the University's previous approach to partnerships had not been as coherent as it could be. He said that there was a need for there to be a more strategic view taken and for a review of partnerships to be carried out. There was also going to be a central register of partnerships which will be managed by Legal Services.</p> <p>The first meeting of the Catholic Mission Steering Group had taken place. This group is intended to support the work of the Director of Catholic Mission and examine how the Catholic mission of the University can be strengthened to the benefit of students and the curriculum.</p> <p>The Board were informed of the changes to the Executive team that had taken place. These included the Clerk to Board role being assimilated with that of the University Secretary and the University advertising to appoint an HE policy analyst.</p> <p>The Board asked about the University's RDAP application. The Vice-Chancellor said that the DfE still needed to sign off its satisfaction with the University's financial status before recommending the awarding of RDAP to ministers. The assurances on the University's financial status had yet to be provided by the OfS with there being a delay due to the pandemic. The University was continuing to pursue this issue.</p> <p>The Board noted the Vice-Chancellor's report.</p>		
20/06	<p>KPI Update and League Table Performance <i>Paper 2 refers</i></p> <p>This was presented by the Director of Strategic Planning. She told the Board that the results from the NSS were quite satisfying particularly because lockdown had occurred halfway through the survey period. The DfE has commissioned a review of the NSS and there was an expectation that it would not continue in its current form but it would carry on as usual in 2021.</p>		

	<p>The entry tariff had fallen again to 106 UCAS points from 109 UCAS points reflecting the intensity of competition for students.</p> <p>The number of students achieving Good Honours had increased significantly from 75.2% to 83.3% predominantly due to the application of the University's "no detriment" policy moving a significant number of students into the 1st class degree category. The Provost said that these results were not out of line with other universities who had used a similar algorithm. The Provost confirmed that there would be a review of the number of students getting good honours and the algorithm would also be reviewed in the New Year. The Board asked if this may be an issue for the OfS and the Director of Strategic Planning said that the University may be challenged about this by the regulator.</p> <p>The Board noted that the paper stated that 6% of the 9% increase in good honours was attributed to the no detriment policy. It asked whether the remaining 3% increase would still be considered a problem. The Director of Strategic Planning said that potentially it would be but currently there was no sector data to compare this to.</p> <p>The Board were told that it was too early to tell what the final position for retention in 2019/20 would be and what effect the move to online would have. Over the last four years the highest number of students dropping out has been in year 1 with a handful in year 2. It was currently harder to monitor student engagement when students were not on campus.</p> <p>The Board asked how soon the University would know what the causes of student attrition would be. The Director of Strategic Planning said that it was hard to get a breakdown as often the reasons were too granular. The Board asked whether there was a tension between lower tariffs and retention of students. The Director of Strategic Planning said that looking at past data there seemed to be a threshold level where there was a correlation but above this point this correlation became less clear.</p>		
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	<p>The Vice-Chancellor said that the University was anticipating the challenges for year 1 students coming to the University this year and was putting support in place for them. The Provost said that the main challenge was the lack of face to face teaching.</p> <p>The Board discussed the league table reports contained within the paper. The University had dropped by 24 places in the Guardian league table and 1 place in the Times. The Director of Strategic Planning said that the University's strength was within its NSS results in which it outperformed its competitors.</p> <p>The Director of Strategic Planning said that analysis would be carried out to try and articulate what the University can do to influence its league table position over the coming year and a league table strategy was being reviewed by SLT.</p> <p>The Board were of the view that the University needed to improve the strength of its research offering to assist its league table position. The Provost said that there was a need to increase the time that was dedicated to research for research active staff and ensure that this was compensated by non- research active staff teaching more. He said that there would be a review of the workload model to make sure that there was efficient and best use of staff. The Provost also said that there would also be a review of those courses which had fallen into the bottom decile of the league tables.</p> <p>The Board found the paper helpful and said that staff should take ownership of areas of improvement. The Vice-Chancellor said that the University was using the data in a more integral way as part of the annual planning process. A lot had been learned from this and the University would try to ensure that it used resources effectively around research and enterprise.</p> <p>The Board noted the KPI Update.</p>		
20/07	<p>Student Recruitment <i>Paper 3 refers</i></p>		

	<p>The PVC (Global Engagement) told the Board that the numbers of students recruited had now become clearer. He said that to date 2422 new students had registered which was 7.4% more than last year and 1% more than had been originally budgeted. For undergraduate students the University was 13 students behind target. Due to the pandemic international recruitment was down on last year with 132 students against 181. There had been strong recruitment for PGCE with over 100 more students recruited compared to last year.</p> <p>The PVC (Global Engagement) said that he felt that it was the right decision to go early with unconditional offers. He said that the University's online campaigns were going well and that the number of followers on its Instagram account had increased by around 1200. Advertising was also driving students to the University's website.</p> <p>The PVC (Global Engagement) said that, looking forward to 2021, the University was likely to beat its January targets for recruitment. It was now preparing for September 2021. He said that there were a lot of unknowns as the impact of Brexit was unclear and there was a lack of clarity as to what the effect of the new points-based immigration policy would be. There were also challenges facing recruitment as currently the University was limited as to what face to face events it could do and it was a challenge getting into schools and colleges.</p> <p>The Board congratulated those involved in recruitment and complimented the University's level of engagement. It asked whether the University would benefit from the improving demographic in terms of the number of 18-year olds. The PVC (Global Engagement) said that the University may benefit but this may be offset by there being fewer EU students.</p> <p>The Board noted the report on student recruitment</p>		
20/08	<p>Management Accounts <i>Paper 4 refers</i></p>		

	<p>The management accounts to 31 July were presented by the CFO. He said that the final set of accounts for the financial year would be brought to the Board when it next met in the Annual Report and Financial Statements.</p> <p>The Board were told that the end of year figures were significantly better than forecast with the operating profit of the University being £0.2m favourable to the pre-coronavirus budget and £1.9m better than the University's post coronavirus re-forecast.</p> <p>Income was £2.6m below the original budget due to the effect of the pandemic on residence, catering, and Sports St Mary's. There had however been savings on staff costs including overtime and through the use of the government's furlough scheme.</p> <p>The cash position did not take into account the £4m loan from Barclays which was received after the year-end. The University also has access to £3m revolving credit facility as additional insurance. The CFO said that it was likely that the pension provisions would show a large actuarial loss of £6m.</p> <p>The Board asked whether there had been a cutback in investment. The CFO said that investment had not been cut back but it was the case that some capital spend had been rolled forward into the next financial year.</p> <p>The CFO said that the University had still made a bottom line loss of £1.25m and that it needed to improve its income in order to unlock further investment.</p> <p>The Board asked whether the University was looking at different ways of delivering teaching and learning. The Vice Chancellor said that the University was looking at new options and these could be explored at the Away Day. He said that it was the case that the University's estate was in need of investment.</p> <p>The Board noted the management accounts.</p>		
20/09	Governance - Committee Terms of Reference		

	<p><i>Papers 6 -10 refers</i></p> <p>i) The terms of reference of the Finance and Resources Committee were unanimously approved by the Board</p> <p>ii) The terms of reference of the Audit Committee were unanimously approved by the Board.</p> <p>iii) The terms of reference of the Academic Scrutiny Committee were unanimously approved by the Board subject to the annual cycle of business being attached to the terms of reference.</p> <p>iv) The terms of reference of the Remuneration Committee were unanimously approved by the Board.</p> <p>v) The terms of reference of the Nominations Committee were unanimously approved by the Board.</p> <p>vi) The Board noted the Universities annual cycle of business.</p> <p>The Clerk would ensure that the updated terms of reference were uploaded onto the University's website.</p>	<p>AB</p> <p>AB</p>	<p>24/11/20</p> <p>24/11/20</p>
20/10	<p>Revised HE Code of Governance <i>Paper 12 refers</i></p> <p>The Clerk confirmed to the Board that a new Higher Education Code of Governance has now been published by the CUC and Governor were requested to familiarise themselves with its contents.</p> <p>The Board noted the new CUC Higher Education Code of Governance.</p>		
20/11	<p>Universities UK (“UUK”) Membership <i>Paper 13 refers</i></p> <p>The Clerk informed the Board that the Board of UUK had invited the University to join on the condition that it amend its articles within the next two years so that the provision relating to academic freedom states:-</p>		

	<p><i>“The Governing Body shall will ensure that academic staff of the University shall have freedom within the law, and the Articles to questions and test received wisdom, and to put forward new ideas and controversial and unpopular opinions, without placing themselves in jeopardy or losing their jobs or any privileges they may have at the University”</i></p> <p>This was a small change removing the phrase <i>“have regard to ensure”</i> and replacing it with <i>“will ensure”</i>.</p> <p>The Board unanimously approved that the University would take steps to amend its articles of association should the decision be taken to join Universities UK.</p>		
20/12	<p>Students’ Union Report <i>Paper 14 refers</i></p> <p>The Student Life President told the Board that the SU office had to temporarily close due to a staff member contracting Covid-19.</p> <p>Freshers Fortnight was drawing to a close and it had been successful despite there being far fewer in-person events. There had been a virtual freshers fair which had 858 visitors. The number of society memberships had increased by 33 on the previous year. This had been a pleasant surprise and the events organiser had done a superb job pulling it together.</p> <p>The Board noted the Students’ Union report.</p>		
20/13	<p>Minutes of Committee Meetings</p> <p>The minutes of the meeting of the Finance and Resources Committee which was held on 18 September were noted by the Board.</p> <p>The minutes of the meeting of the Audit Committee which was held on 23 September 2020 were noted by the Board.</p>		
20/14	<p>Report of the Remuneration Committee</p> <p><i>With the exception of the Clerk all non-members of the Board of Governors left the meeting.</i></p>		

	The Board noted the report of the Remuneration Committee.		
20/15	<p>Any Other Business</p> <p>This was Kristen Pilbrow’s last meeting as staff governor. She was thanked by the Board for her insightful contributions to meetings and commended for her service over the past three years.</p>		
20/15	<p>Dates of Future Meetings</p> <p>Wednesday 14 October 2020 (Away Day) Tuesday 24 November 2021 Thursday 28 January 2021 Wednesday 10 March 2021 (Away Day) Wednesday 28 April 2021 Wednesday 16 June 2021</p>		