

## UNIVERSITY BOARD OF DIRECTORS

CONFIRMED

**Minutes of the meeting held on 18 May 2023 in Submarine Academy B57, Buccleuch Dock Road, Barrow In Furness, Cumbria, LA14 2SW**

**Present:** Martin Williams (Chair), Emerita Professor Shirley Atkinson, Jill Johnston, Professor John Lee (until 22:82), Ian Looker, Gary Lovatt, Dean Marshall, Professor Julie Mennell, Charles Nall (until 22:82), Annabelle Robinson, Pam Tatlow, Peter Yates.

**In attendance:** Dr Jean Brown, University Secretary  
 Andrew Heron, Deputy Director of Finance & Planning  
 Mark Swindlehurst, Chief Operating Officer  
 Professor Rob Trimble, DVC (Academic)  
 Katie Thwaites, Committee Officer  
 Professor Brian Webster-Henderson, DVC (Health, Environment & Innovation)

**22:71      Apologies for Absence** Verbal

Apologies were received from Ian Purdham, John Batty and Revd Cameron Butland.

**22:72      Declaration of Interests** Verbal

The University Secretary (Uni Sec) reminded Board Directors to let her know of any amendments required to their Register of Interests.

Dean Marshall declared his employment as a member of staff.

**22:73      Minutes of the previous meeting**

The minutes and confidential minutes of the meeting of University Board held on 16th March 2023 were confirmed as an accurate record. UB22/53 a)&b)

**22:74      Matters Arising** UB22/54 (Action Log)

The action log was noted.

A section of this minute has been recorded in a separate confidential set of minutes.

**22:75      Chair's Business** Verbal

The Chair reported that he had agreed a bid to the National Heritage Lottery Fund for the continuation of a project.

Following agreement of delegated authority at the previous meeting, the Chair reported that, with the Vice Chair and Chairs of FRC and ARC, he had approved the revised FBC for Barrow.

**22:76      Vice Chancellor's Report** UB22/55

**Received:** a) Vice Chancellor's Report  
 b) A summary of the Vice Chancellor's activities and engagements

The Vice Chancellor took the report as having been read and asked for questions, noting a typing error: the Carlisle Town Deal allocated £5.215 million to the University, as opposed to £5.15 million as drafted.

A question was asked about the reason for the change in leadership at Ambleside. The Vice Chancellor responded that the previous postholder was no longer working for the University, with the change an opportunity to take the leadership at the campus forward in a different way.

Referring to the potential increase to employer pension contributions for the Teachers' Pensions Scheme, a question was asked as to whether the increase had been accounted for in the 2023/24 financial year. The Deputy Director of Finance & Planning (DDF&P) responded that whilst the 2023/24 budget did not account for the potential increase, reference was made to it as an area of risk. It was noted that the date for the potential increase was not as yet known, with April or September 2024 possible. The Vice Chancellor added that she had been involved in meetings with UCEA relating to the increase, with an ask for support for the sector being pursued.

**AGREED:** To receive the report.

**22:77 Students' Union Matters**

UB22/56

**Received:** A report from the Students' Union.

The Student Director introduced the paper. She highlighted key points for the Board to note, including work on the cost-of-living situation, officer elections and the advice service. It was noted that following the resignation of the Academic Officer in March 2023, the Welfare Officer had also worked as the acting Academic Officer.

The Vice Chancellor expressed her gratitude to the Student Director for taking on the additional responsibility. The Chair thanked her for the report.

**AGREED:** To receive the report.

**22:78 Academic Matters**

UB22/57

**Received:**

- a) A report from the Deputy Vice Chancellor (DVC) (Health Environment and Innovation)
- b) A report from the Deputy Vice Chancellor (DVC) (Academic)

Report from DVC (HE&I)

The DVC (HE&I) introduced his report, starting by highlighting notable successes within the Institute of Health with respect to bids. It was added that the University had recently been successful in the re-award of the hosting of a research design service for NIHR. Work on streamlining processes within Disability Services was noted alongside other recommendations being taken forward from a review undertaken. A response had been submitted to the OfS consultation on developing a new approach to regulating harassment and sexual misconduct within HEIs, with it anticipated that a new condition of registration would be introduced in due course. The University's recent achievement of Athena Swan Bronze Award was reported, with the upkeep of the action plan a key ongoing requirement.

A section of this minute has been recorded in a separate confidential set of minutes.

With respect to the NIHR bid it was commented that it was important but very small income and for a five year period. Whether the income was frozen for the five years was asked. The DVC(HE&I) set out that the same income was received each year to run the service, which the University was a small part of. The benefits of being part of the arrangement were noted.

#### Report from DVC (A)

This minute has been recorded in a separate confidential set of minutes.

**AGREED:** To receive the reports.

### **22:79 Academic Compliance Update**

UB22/58

**Received:** a) An ITE accreditation and Ofsted update  
b) A report on the OfS B3 Condition of Registration.

#### ITE accreditation and Ofsted update

The DVC (A) reported that the outcome of the ITE Ofsted visit was now on their website, with the inspection judgements for both Primary and Secondary as 'good'. An action plan was being developed to make improvements in the areas highlighted in the report to ensure good practice was further developed and embedded.

A section of this minute has been recorded in a separate confidential set of minutes.

#### OfS B3 Condition of Registration

This matter was covered under the DVC(A) report earlier on the agenda.

**AGREED:** To receive the reports.

### **22:80 Barrow Learning Quarter Update**

UB22/59

**Received:** An update on the Barrow Learning Quarter and Request for Project Approval.

The DVC(A) introduced the papers noting that they were in the main as presented to FRC and ARC. Changes from the versions reviewed by the committees were highlighted as: including updates to the cover paper to set out the position of each of the committees and provide an update on progress with the project; the addition of a strategic risk overview; and amendments to the risk register.

The DVC(A) gave an update on changes to the University Business Case since it had been previously discussed. Responding to a question that had been raised at ARC with regards to predicted income generated by the project, table 4 in the paper was highlighted, which set out the anticipated growth in income over the coming decade. It was noted that recruitment from the open market needed to be significant from 2026/17 to meet these projections. The DVC(A) finished by providing an update on progress with the Teaching and Learning Agreement, which was at the final review stage.

The COO went on to give an update on the negotiations with BAES on the lease. Two points were reported as outstanding, access to the site via Buccleuch Dock Road and responsibility for environmental liabilities. Negotiations were ongoing with good progress being made. With respect to the Grant Funding Agreement (GFA), the COO reported that due to the

additional grant of £2.2m from the Brilliant Barrow Towns Deal, approval of the updated FBC was required from DLUHC prior to the Council issuing the draft GFA. This approval from government was awaited.

With respect to the design and build the COO reported that delays to the demolition of the building by BAES was impacting on the programme. Contingency arrangements were being worked up in case the building was not able to open on time.

Noting that the chances of opening the building in September 2024 were now very low, whether there would be any impact on student numbers or finances was asked. The DVC(A) responded that there would be no impact on the BAE staff being taught by the University. Work was ongoing on the basis that the 60 full-time UG were unlikely to access the building in their first semester so there needed to be clear messaging in the recruitment materials and focus would be needed to replicate the student experience during this time.

The Chair of FRC reported that the Committee was comfortable with the £1.9m University contribution to the build costs, of which £0.9m had previously been approved and the additional £1m well trailed. He highlighted that the lower student numbers in the Business Case meant that the financial contribution from the campus would be lower in the first few years than in the original business case, however there was still a positive contribution forecast and the activity was appropriate for the University.

The Chair of ARC reported on the discussions at the Committee with respect to the risks. Key strategic risks were set out as the dependency on BAES, whether sufficient 'open' students would be recruited, delays to the build and project failure. With respect to the latter, the potential for all funding to be subject to clawback was a risk, as was what would happen to the building if the project failed. Other risks related to the build.

It was asked whether the University had now reached a point where the contingency plan was no longer serving as a contingency as the build was delayed. The DVC(A) responded that the timeline needed to be updated as current contingency planning was focused on the building not being in use for the first semester of 2024.

With respect to the building not being available in the first semester, it was suggested that if students could not have the full student experience a bursary may be appropriate. The DVC(A) set out the range of things that were being thought through to ensure that the package for students was appropriate, if the building was not available.

Which institutions were the University's main competitors in relation to the courses to be offered was asked. The DVC(A) responded that there were two potential groups of applicants, those in commuting distance of the campus and those from further afield. With respect to the latter there were no particular institutions that the University would compete with, the mid table institutions were the most likely to be at a similar tariff.

It was asked how confident the University could be in its delivery of the Barrow project alongside maintaining other campuses. The DVC(A) responded that it would be important to ensure that the campus was financially sustainable in its own right, as set out in the business case. The Director of the Institute with courses at the campus would focus on recruiting the right staff and the provision of a good student experience. There was a lot of learning from the other campuses, and the opportunity to try new things at Barrow that may be of interest at the other campuses in due course.

Concerns were raised about the aesthetics of the site, for example with respect to the security arrangements. In response it was commented that the appearance was an accurate reflection of future workplaces where there was tight security.

What was the critical mass for a campus was asked. The Vice Chancellor responded that the campus would be similar in size to London.

It was noted that the Students' Union had found that a number of students were concerned about the University's work with BAE. **Action:** The Vice Chancellor agreed to respond to the Student Director via email.

With regards to Professional Services staff, it was asked whether they would be split across different sites or based at the campus. The DVC(A) responded that the detail was being worked through, with a mix anticipated.

In summary, the Chair set out the key risks associated with the project alongside the opportunity to make a difference in the region. Directors commented that on the importance of place to the University, that the University had an obligation as well as an opportunity, and that the move into engineering was considerably stronger with the partnership with BAES.

The asks on the paper were stepped through and agreed.

- AGREED:**
- a) To approve the University Business Case and the University's £1.9m contribution to it, subject to:
    - i. the agreements all being appropriate to be signed;
    - ii. no changes to the material presented in the paper being made as a result of the process to finalise the agreements.
  - b) Subject to approval as set out above, and signing of all of the legal agreements, the decision to award the construction contract, should tenders be received within the project funding envelope, was delegated to the Chair of University Board.
  - c) To delegate approval of the three outstanding legal agreements to the Chair, Vice Chair, Chair of FRC and Chair of ARC.

**22:81      Month 7 Management Accounts / Student Recruitment Update /  
Financial Forecast updates for 2023/24 – 2025/26**

UB22/60  
UB22/61  
UB22/62

**Received:** The management accounts for month 7 / An update on student recruitment / and the initial draft budget for 2023/24 and refreshed projections for 2024/25-2026/27.

The DDF&P was asked to take the three papers together. He presented the headlines for each, starting by highlighting that overall the University was slightly ahead of budget year to date, mainly due to timing but also with cost management on non-pay and staffing. The next forecast was currently being worked on, with a number of factors, including the early application of part of the 2023/24 pay award and some income streams related to January recruitment not meeting target, that would mean that performance was expected to worsen as the year progressed.

Moving on to student recruitment, the DDF&P set out that there was not much change in 2022/23 data compared to the previous report. Headlines for 2023/24 were detailed, for home and international students.

A section of this minute has been recorded in a separate confidential set of minutes.

The DDF&P was thanked for a thorough set of reports.

**AGREED:** To receive the reports.

**22:82 2024/25 to 2025/26 efficiency savings and cost reductions**

UB22/63

**Received:** A paper on areas of focus, priorities, timelines and required outputs.

This minute has been recorded in a separate confidential set of minutes.

**AGREED:** To receive the reports.

**22:83 Financial Strategy (2023-2028)**

UB22/64

**Received:** The Financial Strategy.

The DDF&P introduced the paper. It was noted that it was important for the University to have financial KPIs for various reasons, in particular to work within when taking decisions. It was noted that the key objectives included the long-term financial sustainability of the University and ensuring that resources were available to deliver the goals of the University's T2030 Strategy. The DDF&P set out that there was further work to do to operationalise the strategy and to develop it in light of the investment asks within the Towards 2030 Strategy.

The Chair of FRC reported that the Committee had found the Strategy to be helpful, building on what had been in place previously and setting the boundaries for financial sustainability. The Committee had asked that an updated version of the Strategy be presented once the investment needs for the key strategies under Towards 2030 had been approved.

In the discussion that followed whether cost per teaching member of staff was a potentially useful measure was suggested.

**AGREED:** To approve the Financial Strategy subject to an updated version being presented once the further investment priorities for Towards 2030 strategy were known and included in the thinking.

**22:84 Towards 2030 KPIs**

UB22/65

**Received:** The proposed Towards 2030 KPIs.

The Vice Chancellor introduced the paper which provided the first refresh of the University's KPIs in the context of the Towards 2030 strategy. She noted that it was a step forward but that the KPIs as presented did not cover the breadth of the new strategy and alignment with the student base as needed. As such the Board were asked to approve the KPIs but with the expectation that they would be further developed in due course.

**AGREED:** To approve the KPIs.

<b>22:85</b>	<b>Cumbria School of Medicine</b>	UB22/66
	<p><b>Received:</b> A paper on the governance process for the Cumbria School of Medicine.</p> <p>The DVC (HE&amp;I) introduced the paper, highlighting the approval timeline. It was noted that a potential philanthropic donor was due to visit the University the following week, with an outcome expected be known within weeks. In addition, the Provost of Imperial College London was visiting the University's Carlisle campus to meet the Vice Chancellor and senior staff and look at the premises in the coming week.</p> <p><b>AGREED:</b> To receive the paper.</p>	
<b>22:86</b>	<b>Chief Operating Officer Matters</b>	UB22/67
	<p><b>Received:</b> A report from the Chief Operating Officer</p> <p>The report was received. Referring to the approval of the Heads of Terms for the lease renewal for the London campus, a comment was made as to whether the Board had enough knowledge of the London campus and the activity undertaken there. It was asked how long the lease agreement was for. The COO responded that it was a ten year lease, with an option to break the lease after 2 years followed by other potential break points.</p> <p><b>AGREED:</b> To receive the report.</p>	
<b>22:87</b>	<b>Honorary Award Nomination</b>	UB22/68
	<p><b>Received:</b> A nomination for an Honorary Award</p> <p>The Vice Chancellor introduced the nomination.</p> <p><b>AGREED:</b> To approve the nomination</p>	
<b>22:88</b>	<b>Institute of Science and Environment National Lottery Heritage Fund (NLHF) bid approval</b>	UB22/69
	<p><b>Received:</b> The bid as approved by Chair's action</p> <p><b>AGREED:</b> To receive the report noting approval of the bid.</p>	
<b>22:89</b>	<b>Governance Update</b>	UB22/70
	<p><b>Received</b> A briefing on the upcoming Board Effectiveness Review</p> <p>The Uni Sec reported that the external review of Board effectiveness would be starting over the coming weeks, with all encouraged to complete the questionnaire that would be circulated to feed into the review.</p> <p><b>Agreed</b> To receive the report</p>	
<b>22:90</b>	<b>University Board Committees</b>	
	<p><b>Received:</b> Finance and Resources Committee: Minutes and confidential minutes 28 February 2023.</p> <p>People, Performance &amp; Culture Committee: 2 March 2023</p> <p>Audit &amp; Risk Committee: Minutes and Confidential minutes 13 March 2023</p> <p>Academic Governance Committee: Minutes 30 March 2023</p>	<p>FRC22/33 a&amp;b PPCC22/17 ARC22/38 a&amp;b AGC22/40</p>

**Agreed** To receive the minutes

**22:91 Future Meetings**

Verbal

Friday 26 May 2023 (additional meeting)  
Thursday 13 July 2023