

## UNIVERSITY BOARD OF DIRECTORS

CONFIRMED

## Minutes of the meeting held on 11 July 2019

**Present:** Mr G Donnelly (Chair), Miss F Aiken, Mr D Allen, Mr J Batty, Ms K Brookes, Professor L Challis, Mrs C Hensman, Ms J Johnston, Professor J Lee, Professor J Mennell, Ms J Stannard, Mr P Yates

**In attendance:** Dr J Brown (University Secretary)  
Mr A Heron (Deputy Director of Finance & Planning) (for item 18:115 and 18:116)  
Mrs K McLaughlin-Flynn (Director of Finance & Resources) (for item 18:117 and 18:118)  
Mr D Prescott (UCSU Chief Executive) (for item 18:113)  
Professor R Trimble (PVC Academic)  
Mrs J Whitfield (Administration & Governance Manager) (Minutes)  
Mr Matthew Wisener

**18:107 Apologies for absence** Verbal  
Apologies were received from Mrs E Bales, Revd Canon C Butland, and Mr C Bush.

**18:108 Declaration of Interests** Verbal  
There were none.

**18:109 Minutes of the previous meeting** UB18/61a-b  
The minutes and confidential minutes of the meeting held on 16 May 2019 were approved as an accurate record.

**18:110 Matters Arising** UB18/61c-d  
The action log and confidential action log from the previous meeting were reviewed and noted.

In respect of action 18:101, and in response to significant recent press coverage on racism in some universities, the Chair of the Employment Policy Committee noted that it was timely to hold a briefing for the Board to detail the University's approach and mechanisms in place to ensure Equality, Diversity and Inclusion.

**Action:** University Secretary to consider for scheduling.

**18:111 Chair's Business** Verbal  
The Chair of University Board updated the meeting on his activities since the last meeting, including:

- An item was recorded as a separate confidential minute.
- That, as agreed, the Access and Participation Plan for 2020-2025 had been approved by a meeting of the Chairs of AGC, FRC and the Board. The submitted documentation is covered elsewhere on the agenda.
- That he had approved the reporting to the OfS of a Data Breach that had been reported to the Information Commissioners Office (ICO). He added that further detail was included in the minutes of the 13 June Audit & Risk Committee meeting and that the ICO had confirmed that it was taking no further action in relation to the breach.
- That he had signed the BlackBoard licence renewal.

- That he had been involved in the drafting of the CUC position statement on pensions.
- That the recruitment process for new Directors and Associate Directors had been undertaken. The panel was made up of Cameron Butland, the Vice Chancellor, the University Secretary; the panel was chaired by the Chair of the Board.
- That one-to-one conversations were planned with each Director / Associate Director over the coming weeks.

**AGREED** To note the update.

**18:112 Vice Chancellor's Report**

UB18/62

- Received:
- a) The Vice Chancellor's Report
  - b) Policy Update May – July 2019
  - c) Summary of the Vice Chancellor's activities and engagements

The Vice Chancellor highlighted the following elements of her report:

**Augar Review**

An update was provided on the recommendations of the Augar Review Report, which had been published on 6 June 2019.

Directors expressed surprise at the report's findings in respect of the numbers of UK 16 year olds not progressing beyond GCSE qualifications, and stressed that this underlined the importance of continuing to generate positive relationships and a clear framework for engagement and progression with schools and FE providers. The philosophical shift in thinking about education that underpinned the report was noted by Directors who suggested that such times are when lobbying can be most effective.

The Vice Chancellor confirmed that, under the report recommendations tuition fee funding would be available to students for study of 30 credits or more. Appropriate curriculum planning was already taking place to ensure the University was prepared in terms of its offer to ensure that opportunities could be pursued as a result of this change.

It was noted that the report had been published but no response had been made to it, to date, by the Government.

**Committees Review**

An update was provided on the recent review of Academic Board and senior deliberative committees, and the ongoing work to further refine the schedules of business and frequency of meetings to support effective committee working.

**Funding Award**

The Vice Chancellor was pleased to announce the University's successful funding award of £1.05m from the National Lottery for the Cumbria-led Back on our Map (BOOM) scheme to save the future of 10 native species of flora and fauna in South Cumbria. To achieve the project aims, the University was working with the Morecambe Bay Partnership, Cumbria Wildlife Trust, Natural England and the Forestry Commission as well as a wide range of key stakeholders.

### **Professor of Practice Appointment**

It was confirmed that Mrs Julia Aglionby, Executive Director of the Foundation for Common Land, Chair of the Uplands Alliance and Board Member, Natural England, was to join the University as a Professor of Practice on a part-time basis. Directors welcomed the appointment and the opportunities it presented for students to gain insights from Mrs Aglionby's experience of land management, environmental economics and social enterprise focusing on local food, care farming and education.

### **Death of Honorary Fellow**

The Board noted the sad loss of Honorary Fellow Mr John Myers, who had been awarded an Honorary Fellowship in 2012 in recognition of his outstanding contribution to the radio industry. Mr Myers had been a caring advocate for students and their career development, and had delivered a number of lectures and workshops at the Brampton Road Campus, providing insightful advice and guidance to many students and staff.

### **Energy Coast University Technical College (EC UTC)**

The Vice Chancellor was delighted to announce that its key partner, the Energy Coast University Technical College had recently received an 'Outstanding' rating following Ofsted inspection.

The University had conducted a wide range of engagement activity with the EC UTC throughout the 2018-19 year, with the aim of working together to support academic achievement and mutual marketing & recruitment activity, maximising the opportunities for each institution.

It was noted that the successful inspection outcome meant that the UTC was one of only two UTC's across the country rated as 'Outstanding'.

### **NSS**

The Vice Chancellor introduced the NSS results 2019, which would be covered in detail under the current agenda by the PVC Academic.

It was noted that the results had been as anticipated, and were representative of both the significant work undertaken by all University staff throughout the year, and a number of issues and challenges that were the subject of further work.

**AGREED** To note the report

## **18:113 Students' Union Matters**

UB18/63

Received: a) A report from the incoming Student Director  
b) The UCSU Annual Compliance Report

### **Student Directors' Report**

An update on recent activity within the Students' Union was provided by the Student Director, as outlined within the paper. The Board's specific attention was drawn to:

- The detailed planning taking place in advance of Welcome Week 2019 and the commencement of the new academic year. A week of focussed activities was scheduled, with early events also planned for those students whose courses started prior to Welcome Week.
- The training and induction event recently held in Ambleside for all 2019-20 Student Representatives and UCSU Sabbatical Officers.

- The Students' Union's NSS outcomes for 2019. The results had remained static, but it was hoped that, as a result of two years of improvement activity, gains would now start to be seen in future years.
- An overview of recent campaigns and ongoing support cases.

### **UCSU Annual Compliance Report**

The UCSU Chief Executive reported on the UCSU's recent tender process for their external audit provision. A deferred Annual General Meeting (AGM) would take place shortly to approve the appointment of the external auditors prior to the financial year end.

It was reported that the UCSU's financial accounts for 2018-19 had been presented to the Finance & Resources Committee at its meeting on 15 November 2018, however they awaited the next AGM for final approval. The outline draft Budget for 2019-20 was pending approval at the forthcoming AGM.

Directors confirmed their satisfaction with the reporting provided and the arrangements for Board oversight of the UCSU financial accounts and budget.

**AGREED** To note the reports

## **18:114 Academic Matters**

UB18/64

Received: a) A report from the PVC Academic  
 b) A report from the PVC Health  
 c) A report from the PVC Region & Employer Engagement

The Chair reported that the highlights of the PVC Health and PVC Region & Employer Engagement Reports had been presented to the Board during the planning sessions held earlier that day. As a result, they were noted by exception at the meeting.

The PVC Academic presented the headlines of his report, as outlined within the paper.

A summary of the University's NSS outcomes 2019 was tabled for information, and the key results highlights were presented.

Improvements were reported in all areas, with the exception of *Organisation and Management*, which remained significantly below the sector average. It was confirmed that this set of questions in the NSS had a significant impact on the *Overall Satisfaction* score, particularly in relation to the question *My course is running smoothly*.

At programme level, it was reported that there were a number of areas of variance of 10 points or more against the sector. These were the subject of specific focus and attention to resolve issues.

It was confirmed that the 2019 NSS results had been published earlier than in previous years, and that this provided the advantage of being able to commence work and improvements in advance of the end of the academic year and in preparation for September. The PVC Academic stressed that a plan was already in place and being actioned.

The Chair of the Academic Governance Committee confirmed that the Committee had reviewed the NSS results in detail at its meeting on 10 July.

The Committee had noted that the poorer levels of student experience over previous years (prior to the significant work and improvements made during 2018-19) may have impacted the survey responses of current final year students, and that therefore additional rises in satisfaction and outcomes may start to be seen in future years.

The PVC Academic added that the new Institute structures would ensure a greater focus on improvements across the range of student outcome measures, with senior leaders with specific responsibilities in this area.

The Chair sought confirmation as to whether improvements had been seen in the qualitative comments from students. The PVC Academic responded that a full analysis and overlay of qualitative and quantitative results was currently being undertaken, but initial review had shown that some very positive comments had been received this year. Despite this, there remained pockets of more disappointing outcomes for redress.

Directors stressed the importance of continued focus on NSS improvements, and sought assurance that the range and depth of activity carried out during 2018-19 would continue for 2019-20 and beyond.

The Vice Chancellor reported that substantial effort had been put in to addressing culture and behaviours, and that the changes were now increasingly embedded across the institution. The PVC Academic confirmed that activity initiated in 2018/19 would be reviewed and where appropriate continued. In addition, work was ongoing to ensure best practice was carried forward effectively alongside any new targeted activity.

Moving forward, new mechanisms were also in place to continually track and monitor student outcomes and metrics, under an overall approach led by the new University Data Group. Attainment and continuation outcomes would be reported to the Group in October 2019, for detailed consideration alongside the 2019 NSS results. The new leads of each Institute would be key members of the Group following appointment.

**AGREED** To note the reports

**18:115 Management Accounts**

Received: The 2018-19 Period 9 Management Accounts

UB18/65

This item was recorded as a separate confidential minute.

**18:116 Student Recruitment 2019/20, Budget 2019/20 and Financial Forecasts**

UB18/66

Received: a) The proposed 2019/20 budget for approval  
b) An update on student recruitment for 2019/20  
c) The financial scenarios for 2020/21 – 2022/23 for noting

This item was recorded as a separate confidential minute.

**18:117 Borderlands**

UB18/67  
+ Presentation

Received: An update and presentation on developments

This item was recorded as a separate confidential minute.

**18:118 Estates Strategy**

UB18/68

Received: An update on current estates matters

The Chair of the Finance & Resources Committee provided an update on the Committee's consideration of current estates matters at its meeting on 27 June 2019.

The Committee had asked for, and received, assurance that ongoing estates projects and priorities would continue to be progressed, alongside activity related to the Borderlands initiative.

The Committee had also discussed the opportunities presented by the Ambleside Campus and had highlighted the importance of pursuing these as soon as possible.

The Director of Finance & Resources reported that overall, significant progress had been made over recent years to improve the condition and suitability of the University's existing estate, as shown by the Estate Management Statistics.

An update on developments in connection with the Lancaster Masterplan was provided. Initial discussions had been held with the local planning authority, who had been supportive of the proposals, including those elements requiring specialist Heritage approval.

It was confirmed that a rent review had been conducted in respect of the London Campus, and a new rent negotiated, to include a number of alterations to maximise the use of the available space.

**AGREED** To note the update

**18:119 Risk Register**

UB18/69

Received: An update on the current assessment of institutional risk

The Chair of the Audit & Risk Committee confirmed that the Risk Register had been discussed in detail at the last meeting of the Committee on 13 June 2019. The Committee had also considered and endorsed a revised Risk Appetite Statement, which was presented to the Board for approval. The key changes were highlighted as follows (with revisions, by way of additions, underlined):

*There is inherent risk to the University given the current context for higher education and the University's on-going development as an institution. The University is not willing to accept unmitigated risks that may result in significant reputation damage, material financial loss or exposure, major interruptions in operations, significant incident(s) of regulatory non-compliance, or potential risk of injury to staff and students.*

*The University remains committed to making the right decisions for the future benefit of the organisation; this includes evaluating bold initiatives and taking carefully managed actions to minimise the exposure to risk, while enabling the University to access opportunities that support delivery of the Strategic Plan.*

It was also reported that the Committee had considered and challenged the University's international recruitment practices and confirmed its satisfaction with the current arrangements.

The Register was presented to the Board for comment and input in respect of the institutional risks.

- AGREED**
- To note the current assessment of institutional risk
  - To approve the revised Risk Appetite Statement

**18:120 Annual Operating Plan**

UB18/70

- Received:
- a) The final report against the AOP 2018/19 and associated Key Performance Indicators
  - b) The AOP 2019/20 for approval

**AOP 2018-19**

The Board noted the final report against the AOP 2018-19 and its associated Key Performance Indicators, as outlined within the paper.

**AOP 2019-20**

The Vice Chancellor thanked Directors for their feedback and comments on the draft AOP 2019-20, which had been presented at the last meeting of the Board in May 2019. This feedback, along with a review of the major priorities for the year had led to the revised AOP now presented for approval. The Vice Chancellor noted that the document now presented was more focussed and targeted, and clearly articulated the key priorities for the year, outlined VCE responsibilities and provided a deliverable set of actions.

It was confirmed that each element of the AOP had been assigned to relevant Board Committee for review and oversight: with the growth agenda, and business plan for Ambleside with the Finance & Resources Committee; student achievement aspects with the Academic Governance Committee; and the People Strategy and associated operating model aspects with the Employment Policy Committee.

The Board approved the AOP 2019-20 for implementation.

- AGREED**
- To note the final report against the AOP 2018-19 and its associated Key Performance Indicators
  - To approve the AOP 2019-20

**18:121 RDAP**

UB18/71

- Received: The QAA's final report on the University's application for Research Degree Awarding Powers for formal noting

The Board noted that Directors and Associate Directors had been informed of the outcome of the University's application for RDAP, and were provided with the final QAA report, when the University received notification from the QAA in late March 2019.

By way of the paper presented under the current agenda, the Board formally received the report for noting and assurance over the quality processes reviewed as part of the process of awarding RDAP.

**AGREED** To formally note the final RDAP Report from the QAA and the associated assurance of quality processes reviewed as part of the process of awarding RDAP.

**18:122 Access & Participation Plan 2020-25**

UB18/72

Received: The APP 2020-25 as recommended by Academic Board and approved via Chair's Action by the Chairs of the Board, FRC and AGC

The PVC Academic confirmed that it was a condition of charging higher tuition fees that the University had in place an Access and Participation Plan (APP) approved by the Director for Fair Access and Participation at the Office for Students (OfS).

The first institutional APP had been approved by the OfS in 2018, and would come into effect for the 2019-20 academic year. The APP to cover the period 2020-21 – 2024-25 had been submitted to the OfS on 27 June 2019, in advance of the 1 July deadline.

The approvals route for the APP was reported, and it was noted that it had been considered in full and endorsed by the Vice Chancellor's Executive and Academic Board, and approved for submission at a meeting of the Chairs of the Academic Governance Committee, Finance & Resources Committee and the Board on 27 June 2019.

An initial response had been received from the OfS on 8 July to confirm their completion of initial checks and requesting additional information in just two areas; this information has been submitted.

The APP was now back with the OfS for final review and decision, and the outcomes would be reported once available.

In response to Directors' questions, it was confirmed that:

- The APP was not guaranteed to be a 5-year plan. It had been submitted as such, with the duration subject to OfS approval.
- The measures and targets for improvement outlined within the APP had been set following detailed analysis and identification of current gap areas, and mapped against metrics set by the OfS.
- 13% of higher fee income had been assigned to APP initiatives, as recommended by the OfS.
- Moving forward, the OfS would have a strong expectation of continual assessment and evaluation of APP activity and outcomes.

**AGREED** To note the APP 2020-25 and its submission to the OfS on 27 June 2019, following approval by the Chairs of the Board and Finance & Resources and Academic Governance Committees.



## 18:123 Honorary Awards

UB18/73

Received: The nominations for honorary awards, as recommended by the Honorary Awards Committee and Academic Board

An overview of the nominations for Honorary Awards was provided by the Vice Chancellor, as outlined within the paper. It was confirmed that the nominations had been considered and endorsed by the Honorary Awards Committee and Academic Board.

The Chair of the Employment Policy Committee stressed the importance of achieving gender balance when considering nominations for Honorary Awards. The age of nominees was also noted as a factor to be considered.

**AGREED** To approve the nominations for Honorary Awards, as recommended by the Honorary Awards Committee and Academic Board

## 18:124 Academic Board Reporting

AB18/43

Received: The minutes of the meeting of Academic Board held on 8 May 2019

The Board noted the key items of business covered by Academic Board at its meeting on 8 March 2019, as outlined by the PVC Academic as Chair of the meeting.

It was confirmed that the minutes of Academic Board were also presented for noting by the Academic Governance Committee.

**AGREED** To receive the minutes

## 18:125 University Board Committees

Received: The minutes of the following Committee meetings:

- |  |          |
|--|----------|
| • Academic Governance Committee 21 May 2019 (open)                   | AGC18/29 |
| • Audit & Risk Committee 13 June 2019 (open and confidential)        | ARC18/34 |
| • Employment Policy Committee 20 June 2019 (open and confidential)   | EPC18/32 |
| • Finance & Resources Committee 27 June 2019 (open and confidential) | FRC18/45 |
| • Remuneration Committee 27 June 2019 (open)                         | RC18/15a |

The Board noted all minutes sets as provided, and additional updates were presented by Committee Chairs as follows:

### **Audit & Risk Committee**

The Chair reported that the Committee had approved the Internal Audit Plan for 2019-20, subject to further consideration of forthcoming audits by the Committee on a quarterly basis.

Ongoing consideration was being given by the Committee as to how other committees would provide assurance to ARC of compliance with the OfS ongoing conditions of registration.

The Committee had also received an excellent deep dive into cyber security and considered in detail the internal audit report concerning UKVI activity and the management of international agents, and had been satisfied with the assurances provided.

#### **Employment Policy Committee**

The Chair reported that the Committee had reviewed in detail the draft People Strategy and provided comment to inform the final draft. The revised draft would return to the Committee for further consideration in October 2019.

#### **Finance & Resources Committee**

In addition to the Committee's consideration of the management accounts, budget and financial forecasting, the Chair reported that it had also approved the institutional Tuition and Accommodation Fees for 2020-2021, subject to the presentation of fees for Collaborative Provision to the Committee in September 2019.

#### **Remuneration Committee**

The Chair reported that the Committee had considered pay structures for staff outside of the national pay framework, and, as covered in the report from the Committee later on the agenda, had discussed the process for agreeing the Vice Chancellor's remuneration.

**AGREED** To note the business of the Committees, as presented within the minutes and associated meetings updates

#### **18:126 Director Recruitment 2019-20**

Verbal

Received: An update on the outcomes of recent recruitment activity

The University Secretary reported that, following a recent recruitment round, interviews for new Directors and Associate Directors had been held on 10 July 2019. The recruitment panel had been chaired by the Chair of the Board, and had also comprised Revd C Butland, the Vice Chancellor and University Secretary.

Subsequent confirmation of the panel's decisions had been sought from Nominations Committee Directors not involved with the recruitment process, Professor L Challis and Ms J Stannard, and it had been agreed to recommend to the Board to appoint two new Directors and two new Associate Directors.

The Board agreed that, subject to acceptance and due diligence, that offers of appointment could be made by Chair's action.

**AGREED** To approve the appointment, subject to acceptance and due diligence, of two new Directors and two new Associate Directors, as recommended by Nominations Committee.

#### **18:127 Remuneration Committee Report**

UB18/74

Received: A report from the Remuneration Committee following its meeting on 27 June 2019

The Chair of Remuneration Committee drew the Board's attention to the content of the report as part of her update on the open minutes of the meeting, covered earlier on the agenda.

**AGREED** To note the report

**18:128** **Dates of future meetings**  
Tuesday 8 October 2019, Lancaster

Verbal

**18:129** **Any Other Business**

The Chair formally recorded the Board's thanks to Mrs C Hensman, Mr D Allen and Mr M Wisener, whose terms of office were coming to an end.

In closing, the Vice Chancellor provided an overview of the University's positive developments and achievements during 2018-19, whilst recognising the coming challenges and priorities for 2019-20. She thanked all Directors for their continued support, encouragement, and challenge.