

NOTTINGHAM TRENT UNIVERSITY

MINUTES OF THE MEETING OF THE
BOARD OF GOVERNORS
HELD ON 21 MARCH 2023

Present

N Goulden, Pro-Chancellor (Chair)	M Marsden
S Denton	J Nelson
N Ebbs	S Walker-Smith
I Ellis	D Williams
Dr A Emuwa	B Wills
L Holder	Dr D Wilson
G Love	O Woodley

Professor E W Peck (*for minute references 23.01 to 23.06 and 23.10 onwards*)

In Attendance

Professor S Huttly, Deputy Vice-Chancellor (Academic Development and Performance)
R C Jenkyn, Clerk to the Board of Governors
J A Clews, Governance Services Manager (Minute Secretary)
J A Lacey, Director of Finance, for minute references 23.12 and 23.13

Apologies for Absence

Apologies for absence were received from D Dayal, S Gregory, S V Murcott, Baroness D Warwick and C Wayman.

23.01 Welcomes and Farewells

The Pro-Chancellor welcomed Michael Marsden (Academic Board Member) to his first formal meeting of the Board of Governors.

The Pro-Chancellor noted that Benedict Wills would complete his term of office as President of Nottingham Trent Students' Union (NTSU) and thus as a member of the governing body on 30 June 2023. Members recorded their thanks to Benedict for his contribution to the work of the Board and the University, and wished him well for the future.

23.02 Declarations of Conflicts of Interest Relating to Items on the Agenda

Members present were asked to declare any potential conflicts of interest they held in the agenda items to be considered. No conflicts of interests were declared.

23.03 Minutes

(a) Minutes of the Previous Meeting

Minutes of the meeting of the Board of Governors held on 22 November 2022 (Document A) were approved as a true record.

(b) Matters Arising

Members received a report (Document B) in relation to matters arising from the previous meetings. All action points had been progressed.

Minute Reference 22.68 – Closing the Award Gap: The Clerk to the Board was liaising with the Pro Vice-Chancellor (Education) in relation to scheduling an updating report for the Board in relation to the initiatives being progressed by the University to address the award gap.

23.04 Report from the Pro-Chancellor

The Pro-Chancellor presented a report (Document C) updating the Board, including recommendations from the meeting of the Membership and Nominations Committee held on 23 January 2023.

[Some of the detail of this minute has been withdrawn due to its confidential nature.]

The following matters were highlighted during discussion:

Membership Matters

- Following discussion by the Membership and Nominations Committee, and with the endorsement of the Investment Committee, it was proposed that David Williams be appointed as Chair of the Investment Committee with immediate effect. It was also proposed that James Thornton, a co-opted member of the Committee, be appointed to the role of Deputy Chair;
- In order to strengthen the membership of the Audit and Risk Management Committee, it was proposed that David Williams be appointed to the Committee with immediate effect. Accordingly, David would step down from the membership of the Strategy, Policy, Finance and Resources Committee;
- Duke Dayal and Anino Emuwa would both reach the end of their first terms of office on the Board of Governors on 31 December 2023. The Pro-Chancellor had held review meetings with Duke and Anino and, with the unanimous support of the Membership and Nominations Committee, recommended that they each be re-appointed for a second term with effect from 1 January 2024;
- It had been agreed that Sarah Gregory be appointed as Chair of the Employment Policy Committee with immediate effect. Owen Woodley would remain a member of the Committee to support a phased handover prior to the end of his tenure on the Board;
- Following initial discussions with an external recruitment consultant, the Pro-Chancellor, the Pro-Chancellor Designate, and the Vice-Chancellor had met with a potential candidate for appointment to the Board. It had been considered that Rosemary Bennett, former Education Editor at The Times and currently head of stakeholder management and media coverage at Oak National Academy, would make a strong contribution to the Board. This had been endorsed by the Membership and Nominations Committee. It was proposed that Rosemary Bennett be appointed to the Board of Governors for an initial term of three years with effect from 1 September 2023;

Meetings Structure

- The Clerk to the Board summarised the key changes proposed to the schedule of meetings for the 2023/24 academic year. The proposed schedule was set out in Appendix 1 of the report;
- It was proposed that the September meeting of the Strategy, Policy, Finance and Resources Committee be removed from the calendar. This would ensure that the Executive Team and colleagues could focus on the key priorities for the University during this period. The proposal had been endorsed by the Committee, with the proviso that a meeting would be convened if required to progress urgent business;
- The Audit and Risk Management Committee had agreed that its September meeting would be retained in the cycle, but that this would be held later in the month and focus on internal audit matters. It had also been agreed that meetings of the Committee would be held on the Monday afternoons prior to the Board of Governors' meetings in March and July;
- It was proposed that the Board away day on 25 September 2023 be reduced to a half-day session. This would be followed after lunch by the formal Board meeting, with dinner in the evening;

Governance Effectiveness Review Action Plan

- The Clerk to the Board summarised the key actions agreed by the Board at its previous meeting to address the recommendations and suggestions arising from the Advance HE from the Governance Effectiveness Review;

Finance Update

- A report in relation to the current year forecast and projections for subsequent years was considered at the recent meetings of the Audit and Risk Management Committee and the Strategy, Policy, Finance and Resources Committee. The University was in a strong financial position. The budget for 2023/24 would be presented to the Board at the July meeting;

Student Support

- A briefing document prepared by the Vice-Chancellor as part of his role as Higher Education Student Support Champion was provided in Appendix 2 of the report. This had been issued to the chairs of governing bodies via the Committee of University Chairs;

Confetti London

- Work on the Confetti London development was progressing well;
- The project was being monitored closely by the NTU-Confetti Board and the Chief Operating Officer and Registrar confirmed that contingency arrangements were in place should there be any delays experienced in the programme;
- The detailed report presented to the Strategy, Policy, Finance and Resources Committee at its meeting on 28 February 2023, was provided at Appendix 3 of the report; and
- The Board ratified the decisions taken in relation to the Confetti London project.

IT WAS RESOLVED

- (i) that the report be received and endorsed;
- (ii) that potential proposals to increase the 'student voice' for the Board of Governors be presented at the July meeting of the Board;
- (iii) that the recommendations in relation to membership matters as set out above (and in Document C) be approved and endorsed; and
- (iv) that the decisions taken in relation to the Confetti London project be ratified by the Board of Governors.

23.05 Governor Responsibilities for Health and Safety

The Board received a report (Document D) from the Clerk to the Board in relation to governor responsibilities for health and safety governance and compliance, and the delineation of responsibilities at executive level and for the Board of Governors. The report built on the discussions held at the previous meeting of the Board and had also been discussed with the Employment Policy Committee and the Audit and Risk Management Committee. The following matters were highlighted:

- The report outlined the key recommendations arising from the review of current practice in relation to health and safety reporting within the University. These aimed to enhance the existing arrangements and to provide greater assurance to the Board of Governors in discharging its obligations;
- It was proposed that the Health and Safety Policy be provided to the Board of Governors for specific review and approval, rather than delegated to a supporting committee;
- Specific guidance would be provided to Governors on the key areas of focus when reviewing the Health, Safety and Wellbeing Annual Report. This report would also now incorporate additional information regarding the competence of the University's health and safety team and/or external advisors. It was confirmed that the annual report would also incorporate arrangements for colleagues working from home;
- Following discussion with both the Employment Policy Committee and the Audit and Risk Management Committee, it was recommended that responsibility for monitoring health and safety compliance transfer to the latter. It was clarified that Co-opted Members of the Audit and Risk Management Committee would not have the same level of accountability for health and safety matters as Governors but would be able to contribute to the discussions at the Committee's meetings;
- Data in relation to incidents, including those reportable under the RIDDOR regulations, were incorporated within the Health, Safety and Wellbeing Annual Report. Consideration would be given to the most appropriate approach for reporting health and safety matters more frequently to the Board of Governors;
- It was proposed that bespoke health and safety training be developed for Governors and the Board agreed that completion should be mandatory for all Governors. The possibility of arranging an in-person training session for the Board would be explored by the Clerk, together with online provision; and

- The Board agreed that as health and safety was a collective responsibility, the appointment of a Governor with particular responsibility for health and safety was not required.

IT WAS RESOLVED

- (i) that the report be received and noted; and
- (ii) that the recommendations outlined within the report, subject to the comments noted above, be approved and endorsed;
- (iii) that consideration be given to the most appropriate approach to report health and safety matters routinely to the Board; and
- (iv) that bespoke training on health and safety be organised for the Board of Governors.

23.06 Governor Responsibilities for Prevent

The Board received a report (Document E) from the Clerk to the Board in relation to governor responsibilities for the Prevent Duty. The following matters were highlighted:

- The Lead Governor for Prevent noted that the report had been prepared to ensure that all Governors were briefed fully on their responsibilities under the Prevent Duty. The Board was assured that the University had robust processes in place across the institution such that it was able to discharge its duty in this regard; and
- All colleagues are required to complete a Prevent Training module and completion rates were monitored closely by the Prevent Steering Group. Enhanced training was also provided to key colleagues. Governors were able to access the online training module via the link in the report.

IT WAS RESOLVED

that the report be received and endorsed.

(The Vice-Chancellor stepped out of the meeting as he had been invited to attend a Parliamentary Bill Committee in relation to the Lifelong Learning (Higher Education Fee Limits) Bill.)

23.07 Nottingham Trent Students' Union President's Update

The Board received a report (Document F) from the President of Nottingham Trent Students' Union (NTSU) in relation to NTSU activities. The following matters were highlighted during discussion:

- The impact of the cost of living pressures on students was likely to remain a challenge for the next few years. The affordability of residential accommodation was a particular concern for students. The NTSU had welcomed the University's positive response to supporting students, which included increasing the hardship fund;
- The Board noted anecdotal reports relating to student attendance being impacted adversely due to increased take-up of paid work. Outcomes and

engagement were the key metrics of focus by the University as students were able to access lectures and course materials virtually and asynchronously. The NTSU President noted that engagement with extra-curricular activities was strong;

- NTSU was considering the recommendations arising from the independent review of Antisemitism within the National Union of Students (NUS) to inform the development of its own practices. There continued to be discontent across the sector in relation to the national body;
- Varsity events had progressed positively this year, with strong engagement in terms of participation and support;
- The election process for Executive Officers for the 2023/24 academic year had concluded. Anna O'Hara, the current VP Postgraduate, had been elected as the incoming NTSU President as part of an all-female team;
- The NTSU President was leading the development of the Mental Health Charter submission and could continue this work following the completion of his role as President as he would be completing a master's programme at the University during the forthcoming academic year; and
- The Nottingham Students' Partnership continued to progress discussions in relation to driving local government policy changes to benefit students at both NTU and the University of Nottingham.

IT WAS RESOLVED

that the report be received and endorsed.

23.08 University, reimagined

(a) Deep Dive: Embracing Sustainability

The Board received a report (Document G) from the Chief Operating Officer and Registrar in relation to an update on progress with strategic initiatives for the Embracing Sustainability theme of the Strategic Plan (also issued to the Board of Governors for detailed discussion at its evening session on 20 March 2023).

[The detail of this minute has been withdrawn due to its confidential nature.]

IT WAS RESOLVED

- (i) that the report be received and endorsed; and
- (ii) that the Pro-Chancellor discuss with the Vice-Chancellor, the Chief Operating Officer and Registrar and the Pro-Chancellor Designate how to ensure appropriate focus of the Board in relation to sustainability matters.

(b) Key Performance Indicators

The Board received a report (Document H) from the Chief Operating Officer and Registrar in relation to the KPI balanced scorecard for *University, reimagined*.

[The detail of this minute has been withdrawn due to its confidential nature.]

IT WAS RESOLVED

- (i) that the report be received and endorsed; and
- (ii) that future reports in relation to the KPI balanced scorecard include historic data to provide an indication of trends in all metrics.

23.09 Equality, Diversity and Inclusion Annual Report 2021/22

The Board received a report (Document I) from the Chief Operating Officer and Registrar which provided an overview of the equality and diversity activity undertaken during the 2021/22 academic year. It included diversity profile data relating to NTU's employee and student community. The following matters were highlighted during discussion:

- The report had progressed through internal governance structures and was reviewed by the Employment Policy Committee at its meeting held on 21 February 2023; and
- The University had identified several areas of focus for 2022/23 to continue the advancement of its EDI work.

IT WAS RESOLVED

- (i) that the report be received and endorsed; and
- (ii) that a public version of the Equality, Diversity and Inclusion Annual Report 2021/22 be published on the University's website.

(The Vice-Chancellor re-joined the meeting.)

23.10 Vice-Chancellor's Update

The Vice-Chancellor provided a verbal update on matters of importance not covered elsewhere on the agenda. The following matters were highlighted during discussion:

- The Government was considering the introduction of potential limitations on or additional requirements for international students. This matter would continue to be monitored; and
- The University would continue to monitor the national situation whilst progressing local pay negotiations.

IT WAS RESOLVED

that the update be received and endorsed.

23.11 HE Policy Developments

The Board received a report (Document M) from the Vice-Chancellor in relation to sector policy developments. The following matters were highlighted:

- The Department for Education (DfE) had issued its response to the Government's consultation on the Lifelong Learning Entitlement (LLE) which outlined practicalities relating to launching the scheme;
- Responses were still awaited from the DfE in relation to potential proposals relating to Integrated Foundation Years, Minimum Entry Requirements, and Student Number Controls; and
- Whilst it was unlikely that demand resulting from students accessing the LLE would require expansion of the University's estate, there may be requirements to invest in additional equipment to meet any increased demand for technical qualifications. Extended teaching at evenings and weekends was also possible.

IT WAS RESOLVED

that the report be received and endorsed.

23.12 Student Recruitment

The Board received a report (Document J) from the Chief Operating Officer and Registrar in relation to the student recruitment position for 2022/23 and the latest position in relation to 2023/24 entry.

[The detail of this minute has been withdrawn due to its confidential nature.]

IT WAS RESOLVED

- (i) that the report be received and endorsed; and
- (ii) that the topic for the away day session on 25 September 2023 be student recruitment and the size and shape of the University.

23.13 Estates Developments

(a) Future Campus Plans

The Board received a report (Document K) from the Chief Operating Officer and Registrar in relation to future campus and estates developments, together with the revised five-year capital plan. The following matters were highlighted:

[Some of the detail of this minute has been withdrawn due to its confidential nature.]

- Schools and professional services had been consulted widely during the development of the medium to long term campus plans. A framework setting out the key principles and drivers for future capital developments and investments had been agreed. The plans had been endorsed by the Strategy, Policy, Finance and Resources Committee at its meeting held on 28 February 2023;
- The development plans would be subject to annual review and would remain flexible to adapt to changing priorities. Major projects would continue to require formal approval in accordance with the University's existing approval processes. The Committee Chair noted that the Strategy, Policy, Finance and Resource Committee would review the

plans in the light of the sustainability discussions held at the evening session of the Board;

- Capital expenditure over the next five years would remain within the financial parameters agreed by the Board in July 2022. Cost estimates would be incorporated into the financial plan due to be presented to the Board in July 2023; and
- The first phase of developments (2022-2025) was well advanced, with the agreed priorities being 42 Shakespeare Street, the Postgraduate Taught Centre, the expansion of provision within the School of Science and Technology, the Brackenhurst Workshops and Confetti London. Consideration would need to be given to the priorities for future phases.

IT WAS RESOLVED

- (i) that the report be received and endorsed;
- (ii) that the proposed medium to long term development plans for each campus over the next five to ten years be approved; and
- (iii) that the cost estimates included within the estates five-year capital plan 2022-2027 be incorporated into the five-year financial plan to be presented to the Board of Governors in July 2023.

(b) Postgraduate Teaching Centre

The Board received a report (Document L) from the Chief Operating Officer and Registrar setting out the business case for the development of a Postgraduate Teaching Centre on the City campus. The following matters were highlighted:

- The proposal related to the refurbishment of the Belgrave Centre to create a dedicated Postgraduate Teaching Centre. The building was owned by the University and the current primary tenant had agreed to an early termination of its lease;
- The proposed scheme had been considered by the Strategy, Policy, Finance and Resources Committee and was recommended to the Board for approval;
- The creation of the Centre would address feedback received from postgraduate students who felt that a dedicated space would promote a greater sense of community. The new facilities would also enable the University to showcase its postgraduate provision to applicants;
- Noting that the increase in PGT applications was driven predominantly by international applications, the Board was advised that Government changes to the post-study visa arrangements had impacted positively PGT international recruitment. The potential impact of changes in financial markets was not a significant concern; and
- The Estates team would engage with colleagues and postgraduate students to develop the detailed design for the Centre.

IT WAS RESOLVED

- (i) that the report be received and endorsed; and
- (ii) that the business case for the development of a Postgraduate Teaching Centre on the City campus be approved and endorsed.

23.14 Academic Board

The Board received the unconfirmed minutes from the meeting of the Academic Board held on 1 March 2023 (Document N).

Academic Board had discussed in detail a range of matters already considered by the Board, including student recruitment, the University's approach to achieving its Embracing Sustainability ambitions, and future campus plans. The Pro Vice-Chancellor (Education) had summarised progress made towards NTU's Access and Participation Plan targets based on 2021/22 student outcomes data. Academic Board had also considered reports relating to research governance matters.

The impact of the availability of the ChatGPT artificial intelligence tool had been discussed by Academic Board and consideration given to how the University could support students to use the tool effectively. It had been confirmed that misuse of such technology was covered by existing academic misconduct policies and that these policies were being reviewed to include greater focus on academic integrity.

IT WAS RESOLVED

that the report be received and endorsed.

23.15 Business from Standing Committees

(a) Investment Committee

The Board noted the unconfirmed minutes of the meeting of the Investment Committee held on 6 December 2022 (Document O).

The Board was advised that the Committee was keen to ensure that the endowment fund portfolio achieved the best possible return in order to provide support to students. The Vice-Chancellor provided a verbal update on fundraising activity underway to further enhance the fund.

(b) Employment Policy Committee

The Board noted the unconfirmed minutes of the meeting of the Employment Policy Committee held on 21 February 2023 (Document P).

The Chair of the Committee noted discussions held in relation to the University's approach to reward and recognition, including planned changes to pension schemes which provided greater flexibility and choice for colleagues. The Committee had also reviewed the annual report relating to gender, ethnicity, and disability pay gaps.

(c) Audit and Risk Management Committee

The Board noted the unconfirmed minutes of the meeting of the Audit and Risk Management Committee held on 28 February 2023 (Document Q).

The Chair of the Committee noted that an interim appointment had been made to the Head of Internal Audit role and that this external appointment provided an opportunity to review the University's internal audit activity.

The Committee had received a detailed report in relation to the University's data management processes and had been reassured by the ongoing work relating to the management of student data.

(d) Strategy, Policy, Finance and Resources Committee

The Board noted the unconfirmed minutes of the meeting of the Strategy, Policy, Finance and Resources Committee held on 28 February 2023 (Document R).

The Chair of the Committee advised that many matters considered by the Committee had been reported earlier in the meeting.

(e) Academic Assurance and Regulation Committee

The Board noted the unconfirmed minutes of the meeting of the Academic Assurance and Regulation Committee held on 9 March 2023 (Document S).

The Deputy Vice-Chancellor (Academic Development and Performance) advised the Board that the Teaching Excellence Framework (TEF) submissions for both the University and Nottingham Trent Students' Union had been submitted by the due date in January 2023. The outcomes of the exercise were due to be announced by the Office for Students (OfS) in September 2023. Whilst the grading system remained the same as the previous TEF exercise, there were significant differences in the process which may impact outcomes across the sector. The NTSU President noted that the approach taken by students' unions to the development of the Student TEF submission had varied greatly.

The Committee had discussed a range of reports relating to teaching and research assurance matters and had welcomed the ongoing work in relation to closing award gaps.

The Board also received and noted the minutes of the meeting of the Academic Assurance and Regulation Committee held on 10 November 2022 (Document T), a verbal report having been given at the previous meeting of the Board.

23.16 Application of the Corporation Seal

Members received and noted a report (Document U) summarising the documentation to which the University's Corporation Seal had been applied since the previous meeting of the Board.

Governors noted that they would welcome a report providing an overview of the University's subsidiary company structure. It was agreed that this would be targeted for the July 2023 meeting of the Board.

23.17 Any Other Business

Nottingham Trent Students' Union Board of Trustees: The Pro-Chancellor noted that Geoff Love would reach the end of his first term as the Board's representative

on the NTSU Board of Trustees shortly. The Board endorsed the proposal to re-appoint Geoff Love for a further term of three years with effective from June 2023.

23.18 Date of Next Meeting

The next meeting of the Board of Governors was scheduled for Tuesday 4 July 2023 at 9.30 am. This would be preceded by evening presentations and dinner on Monday 3 July 2023.