

NOTTINGHAM TRENT UNIVERSITY

MINUTES OF THE MEETING OF THE
BOARD OF GOVERNORS
HELD ON 2 JULY 2024

Present

C Wayman, Pro-Chancellor (Chair)	G Love
R Bennett	E Karch
D Dayal	M Marsden
S Denton	J Nelson
N Ebbs	Professor E W Peck
Dr A Emuwa	G Walker
S Gregory	J Walker
L Holder	Dr D Wilson
P Kenyon	

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 24.22 to 24.24

Apologies for Absence

Apologies for absence were received from C Leviton and D Williams.

24.15 Welcomes and Farewells

The Pro-Chancellor welcomed Elizabeth Karch (Professional Services Member) and Jess Walker (Student Member) to their first meeting of the Board of Governors.

The Pro-Chancellor noted that this would be the last Board meeting for the Deputy Vice-Chancellor (Academic Development and Performance) prior to her retirement in August 2024. Governors recorded their thanks and appreciation to Professor Huttly for her outstanding work, professionalism, and contributions during her time at NTU.

24.16 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 interest were declared.

24.17 Minutes

(a) Minutes of the Previous Meeting

Minutes of the meeting of the Board of Governors held on 19 March 2024 (Document A) were approved as a true record.

(b) Matters Arising

Minute Reference 24.06: Vice-Chancellor's Update – Mental Health Charter:
The Chief Operating Officer and Registrar advised the Board that the outcome of the accreditation visit by Student Minds in relation to the University's Mental Health Charter submission was not anticipated until early September. The University had provided feedback to Student Minds in relation to the process.

24.18 Report from the Pro-Chancellor

The Pro-Chancellor presented a report (Document B) updating the Board on matters not included elsewhere on the agenda, including matters discussed at the meeting of the Membership and Nominations Committee held on 11 June 2024. The following matters were highlighted during discussion:

- Sir John Peace would shortly complete his second term as the University's Chancellor. The proposed re-appointment of Sir John had been discussed by the Membership and Nominations Committee and this was recommended unanimously to the Board of Governors. It was noted that Sir John was well respected and had been an engaged and active Chancellor during his tenure. The re-appointment of Sir John was approved by the Board;
- The Pro-Chancellor noted that there was capacity for additional governor appointments within the Co-opted Governor category of membership;
- The Membership and Nominations Committee had agreed to engage an external recruitment agency to identify potential candidates for appointment to the Board of Governors and its supporting Committees. Governors were invited to consider potential candidates within their own networks who could be approached as part of this process and share their details with the Clerk to the Board. It was noted that a skills matrix was maintained and reviewed by the Membership and Nominations Committee to monitor the overall composition of the Board and its requisite skill sets. It was suggested that, given the developments in Design and Digital Arts subjects, it would be helpful to appoint a governor with expertise and connections in the technical/digital sector. It may also be beneficial to appoint a candidate with senior and strategic leadership experience in the NHS given the University's growth in health and social care provision; and
- The Pro-Chancellor updated the Board on the discussions held at the meeting of the Independent/External Governors earlier in the day. Governors had noted the current volatility within the HE sector and suggested that consideration be given to ensuring that governance arrangements enabled the University to progress strategic matters as they arose in an agile manner.

IT WAS RESOLVED

- (i) that the report be received and endorsed; and
- (ii) that the re-appointment of Sir John Peace as Chancellor of the University, for a term of three years effective from 1 August 2024, be approved and endorsed.

24.19 Standing Orders and Committee Terms of Reference

The Board received a report (Composite Document C) from the Clerk to the Board in relation to proposed revisions to the University's Standing Orders and Committee Terms of Reference.

Noting that the Terms of Reference for the Audit and Risk Management Committee included provision to review risk elements of capital projects, it was suggested that the Clerk to the Board of Governors facilitate a discussion between the Chair of the Strategy, Policy, Finance and Resources Committee and the Chair of the Audit and Risk Management Committee to highlight any matters requiring consideration by that Committee.

In relation to the appointment of the Senior Independent Governor (Standing Orders, Clause 5.2), the Clerk advised that the Membership and Nominations Committee had confirmed that holding a chair or deputy chair role on the Audit and Risk Management Committee would not create a conflict in this regard.

IT WAS RESOLVED

- (i) that the report be received and noted; and
- (ii) that the revised Standing Orders and Committee Terms of Reference (as set out in Composite Document C) be approved and endorsed.

24.20 Board of Governors' Away Day: 23 September 2024

The Board of Governors received a report (Document E) from the Vice-Chancellor in relation to the proposed programme for the Board of Governors' away day scheduled for 23 September 2024.

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

24.21 Vice-Chancellor's Update

The Vice-Chancellor provided a report (Document E) updating the Board on matters of importance not covered elsewhere on the agenda. The following matters were highlighted during discussion:

- Professor Shearer West had announced that she would be leaving her role as Vice-Chancellor at the University of Nottingham to take up the role at the University of Leeds;
- Professor Kirsty Smallbone had been appointed as Executive Dean for the School of Science and Technology. Professor Smallbone would join NTU in October 2024, having worked as Dean of the School of Applied Sciences at Brighton University since 2020;
- The University had secured a two-year pay deal through the local collective pay bargaining process. The deal had been accepted by all three trades' unions and colleague feedback on the offer had also been positive;
- The results of the Graduate Outcomes Survey relating to the graduating cohort of the 2021/22 academic year had been disappointing in relation to the number of NTU graduates in highly skilled employment. It was noted, however, that these outcomes were based on historic data and did not reflect recent changes

to practice. A detailed analysis of the results would be undertaken and an update would be presented to the Board within the annual KPI update in November 2024;

- Discussions were underway in relation to the governance arrangements for the new East Midlands Combined County Authority (EMCCA). The Mayor had confirmed that there would be one associate role on the EMCCA Board for an Education representative and the Vice-Chancellor was discussing this matter, and arrangements for representation on the EMCCA sub-committees, with the Vice-Chancellors of the University of Derby and the University of Nottingham. It had been confirmed that an East Midlands Regional Skills Strategy would be developed covering Levels 1-8;
- The Commissioners appointed to Nottingham City Council would shortly publish an exit plan which identified the matters which required resolution by February 2026. An action plan in response to this would be developed by the City Council;
- The BBC Leaders Debate for the General Election had been hosted at NTU on 26 June 2024. The media coverage and feedback received from the BBC, students, and colleagues had been extremely positive and had raised the University's profile significantly with senior members from both political parties in attendance on the day;
- The University was holding 61 graduation ceremonies between 10 and 26 July for the 2024 graduating cohorts. Governors were welcome to attend;
- The Chief Operating Officer and Registrar confirmed that plans were in place to provide temporary facilities on the Brackenhurst campus to ensure that teaching, learning, and research could be delivered in 2024/25 whilst remedial works to the Lyth building were progressed. The University continued to work with legal and professional advisers and was maintaining expenditure records to support the recovery of the associated costs from the contractor; and
- The Chief Operating Officer and Registrar confirmed that the overall student recruitment position for 2024/25 entry remained in line with the planning assumptions reported previously to the Board. The University continued to focus on conversion activity and planning for Clearing. An update on student recruitment would be provided in September, although it was recognised that the international position may not be certain at that point in the cycle.

The Board expressed its thanks to the Director of Human Resources and colleagues in relation to the outcome of the local collective pay bargaining process. Governors also congratulated the University on the successful hosting of the BBC Leaders Debate and the positive impact this event had on raising the University's profile.

IT WAS RESOLVED

that the update be received and endorsed.

24.22 Redacted Item

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

24.23 Nottingham Trent Students' Union

(a) NTSU President's Update

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

- The key areas of focus for the Executive Team included student safety, cost of living, student engagement and student culture;
- A review of Academic Representation for 2023/24 was nearing completion and a report was scheduled to be presented to University's Academic Standards and Quality Committee in July 2024. The outcomes of the review would be used to enhance the system for 2024/25;
- The NTSU was committed to working closely with the University to support students with cost of living pressures. The Nottingham Students' Partnership with the University of Nottingham Students' Union continued to lobby local MPs to support students in relation to residential accommodation provision and to develop relationships with the local community;
- The NTSU was considering how best to respond to the outcome of the referendum on a motion calling for it to take a humanitarian stance in relation to the Israel-Gaza conflict, insofar as it was lawful for it to do so within its purpose as a charitable body; and
- Noting that the elected NTSU Executive Officer Team was all female for the second year running, the Board was assured that there had been a broad demographic of election candidates. A full review of democracy processes within NTSU was underway to ensure engagement and feedback from across the student body.

IT WAS RESOLVED

that the report be received and endorsed.

(b) NTSU Budget 2024/25

The Board received the 2024/25 budget for Nottingham Trent Students' Union (Document H). The budget had been approved by the NTSU Board of Trustees and had been reviewed by the Strategy, Policy, Finance and Resources Committee at its meeting on 18 June 2024.

The budget incorporated a block grant for 2024 of £1.9m, a reduction of 5% on the previous year in line with wider University efficiency savings.

IT WAS RESOLVED

that the budget for Nottingham Trent Students' Union for 2024/25 be received and noted.

24.24 Budget 2024/25

The Board received a report (Document I) from the Director of Finance which presented the budget for the University for the 2024/25 academic year and the plan for 2025/26. Governors were advised that the Strategy, Policy, Finance and Resources Committee had reviewed the budget and plan in detail and recommended these to the Board for approval. The Audit and Risk Management Committee had reviewed the financial and risk assumptions included in the budget and had considered these to be robust.

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

IT WAS RESOLVED

- (i) that the report be received and endorsed;
- (ii) that the Budget for 2024/25 and the plan for 2025/26 be approved; and
- (iii) that an updating presentation on the financial position be incorporated into the Away Day on 23 September 2024.

24.25 Civic Engagement: Clifton Update

The Board received a report (Document J) from the Vice-Chancellor in relation to the University's engagement activity within the Clifton residential estate.

The Board was advised that the Vice-Chancellor had been appointed to the membership of the Clifton Town Board which had been established in order to access Government Towns Funding. A consultation process with local residents was being progressed in order to develop an Investment Plan.

It was noted that the redevelopment of the Youth Centre at Clifton may become a key focus to drive engagement and raise aspirations of young people in the area. This work would align closely with the University's existing outreach activity.

IT WAS RESOLVED

that the report be received and endorsed.

24.26 Academic Board

The Board received the unconfirmed minutes from the meeting of the Academic Board held on 12 June 2024 (Document K).

Academic Board had discussed in detail a range of matters relating to students, teaching, research and practice. Academic Board had considered in detail the University's approach to developing its articulation of educational gain and also options for the model for student success at NTU.

IT WAS RESOLVED

that the report be received and endorsed.

24.27 NTU Degree Outcomes Statement

The Board received a report (Document L) from the Deputy Vice-Chancellor (Academic Development and Performance) in relation to the NTU Degree Outcomes Statement for 2024. This had been reviewed by Academic Board and the Academic Assurance and Regulation Committee and was recommended to the Board for approval.

The Board was advised that, prior to publication, the chart in relation to the proportion of undergraduate award classifications (Figure 1) would be updated to reflect percentages rather than student numbers. The Chair of the Academic Assurance and Regulation Committee noted that the Committee had commended the University's approach to managing artefactual grade inflation and had been satisfied with the actions in place.

IT WAS RESOLVED

- (i) that the report be received and endorsed; and
- (ii) that, subject to the revision to Figure 1, the NTU Degree Outcomes Statement for 2024 be approved for publication.

24.28 Business from Standing Committees

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

(a) Investment Committee and Board of Trustees

The Board noted the unconfirmed minutes of the meetings of the Investment Committee (Document M1) and the Board of Trustees of the NTU Student Success Fund (Document M2) held on 23 May 2024.

The Board of Trustees of the NTU Student Success Fund had suggested that the annual bursary payment to eligible students should increase in line with inflation. This would be implemented by the University for the forthcoming academic year.

(b) Employment Policy Committee

The Board noted the unconfirmed minutes of the meeting of the Employment Policy Committee held on 4 June 2024 (Document N).

The Chair of the Committee advised the Board that a range of matters had been discussed. The outcomes of the annual pay settlement and the Mutually Agreed Resignation Scheme demonstrated the positive partnership developed between colleagues and the University executive. Whilst the response rate to the all-colleague survey had been lower than had been anticipated, the University would explore opportunities to increase engagement for future surveys and the full survey data would be presented to the Committee in October 2024.

(c) Strategy, Policy, Finance and Resources Committee

(i) Minutes

The Board noted the unconfirmed minutes of the meeting of the Strategy, Policy, Finance and Resources Committee held on 18 June 2024 (Document O).

(ii) Treasury Management Policy

The Board received a report (Document P) in relation to proposed revisions to the University's Treasury Management Policy. This had been reviewed by the Investment Committee and the Strategy, Policy, Finance and Resources Committee and was recommended to the Board for approval.

IT WAS RESOLVED

- (i) that the report be received and endorsed; and
- (ii) that the Treasury Management Policy be approved.

(d) Academic Assurance and Regulation Committee

The Board noted the unconfirmed minutes of the meeting of the Academic Assurance and Regulation Committee held on 20 June 2024 (Document P).

The Chair of the Committee reported that Professor Ruth Ayres had made a positive contribution to the discussions at her first meeting as a Co-opted Member of the Committee. A range of matters had been discussed, including the annual update on standards and assessment, the University's position on artificial intelligence and the work underway to explore the emerging risks and future opportunities arising from AI developments, and the successful outcomes of the periodic reviews of Nottingham School of Art and Design and the joint delivery of Neonatal Care and Renal Care provision in collaboration with Nottingham University Hospitals NHS trust.

(e) Audit and Risk Management Committee

The Chair of the Audit and Risk Management Committee provided an oral report in relation to the meeting of the Committee held on 1 July 2024.

The Committee had considered proposals in relation to the re-appointments of the University's internal and external auditors and these were now presented to the Board of Governors for approval:

- The Committee had endorsed the proposal that Uniac be re-appointed for three years to provide internal audit services to the University. The Committee considered that the current arrangement had worked well and the sector perspective offered by Uniac had been well received; and
- The proposal to re-appoint BDO for the provision of external audit services for a further two years had also been endorsed by the Committee. It had been agreed that undertaking a full procurement tender exercise was not desirable at this time, particularly given the limited number of providers with the relevant sector expertise.

The Board also received and noted the minutes of the meeting of the Audit and Risk Management Committee held on 18 March 2024 (Document Q), on which a verbal report had been given at the previous meeting of the Board.

IT WAS RESOLVED

- (i) that Uniac be re-appointed to provide internal audit services to the University for a further period of three years; and
- (ii) that BDO be re-appointed as the University's external auditors for a further two years and that no tender process take place on this occasion.

24.29 Application of the Corporation Seal

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

24.30 Date of Next Meeting

It was noted that the next meeting of the Board of Governors had been set for Monday 23 September 2024.

The Board noted that meetings of the Board of Governors would be held on the following dates for the remainder of the 2024/25 academic year:

- 26 November 2024
- 24 March 2025; and
- 1 July 2025.