

Minutes of the Meeting of the Board of Governors held on 7 July 2023 in person and by MS Teams.

Present:	Mr Peter Nixon	Chair
	Professor Ken Sloan	Vice-Chancellor
	Ms Ellie Mace	SU President
	Mrs Emma Foulkes	
	Mr Ken Greetham	
	Mr Mark Griffiths	
	Mrs Yvonne Hawkins (in part)	
	Mrs Debbie Winstanley	
	Ms Liz Salter	
	Mr Talib Sheikh	
	Ms Uloma Uhunmwangho	
	Dr Tim Watson	
	Prof Mark Ormerod	
	Mr Tom Klages	Staff Governor
	Dr John Reade	Staff Governor
	Ms Barbara Bray	
Apologies:	Mr Clive Beer	
	Mrs Rebecca Payne	Staff Governor
	Mr Ben Shipston	
	Mr Dominic Wong	Vice-Chair
In attendance:	Dr Catherine Baxter	University Secretary & Clerk to the Board
	Jo Horsburgh	Chief Operating Officer
	Mrs Liz Furey	Chief Financial Officer
	Prof Michael Lee	Deputy Vice-Chancellor
	Mrs K Baker	Deputy University Secretary
	Dr Simone Clarke	Pro-Vice Chancellor (Education and Students)
	Mr Ian Rowley	Chief Global Impact Officer
	Annabel Porter	Governance & Executive Projects Manager
Observers:	Sebastian Soneyra	Board Observer
	Zorka Besevic	Staff Observer

Register of Interests

Members were reminded to complete or update their entry in the Register of Interests as necessary.

22/71 Chair's welcome

Welcomed: Independent Board Observer Mr Sebastian Soneyra, and Ms Zorka Besevic as Staff Observer. Ms Ellie Mace was also welcomed to the Board as part of her role as the incoming President of the Students Union.

Received:

- i. the annual report from the Nominations Committee of 27 April 2023
- ii. A paper updating members on changes to Board membership (*KB vacated the meeting for this item*).

Noted:

- i. that this would be the final meeting of Professor Mark Ormerod, whose tenure as Governor would come to an end after the meeting.

- ii. that this would be CEB's final meeting as University Secretary and Clerk to the Board before her retirement from the University at the end of August 2023. Sincere thanks and appreciation were recorded to Professor Ormerod and Dr Baxter.
- iii. that thanks were recorded to Sebastian Soneyra, whose tenure as observer would come to an end after this meeting.

Endorsed:

- i. the appointment, agreed by circulation, of Professor Christine Ennew OBE and Alison Allden OBE to the Board of Governors, subject to completion of due diligence.
- ii. the proposal that Kate Baker would become University Secretary and Clerk to the Board from 1 September 2023, upon the retirement of Dr Baxter from those roles.
- iii. the proposal to continue the recruitment exercise for a Postgraduate Research student to join the Board.

KB / AP

22/72 Minutes of the Meetings held on 27 April 2023

Approved: the minutes of the meeting of the Board of Governors held on 27 April 2023 (22/55-22/70).

22/73 Matters Arising

Received: a matters arising report from the University Secretary.

22/74 Vice-Chancellor's Report

Received: a report from Professor Sloan on recent developments of note. The structure of the report followed the new strategic priorities.

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- xi. that the University had been advised that the Agri-Epi Centre was considering a change in its status, and that further details were awaited to which we would have a chance to respond.

22/75 Report of the President of the Students' Union

Received:

- i. a written report from the outgoing President of the Students Union
- ii. a verbal update from the incoming President of the Students Union, including a summary of aims for the year ahead.

Noted:

- i. that Liam Davis, Director of the Students Union, would be moving on to a new, external role at the end of the Summer 2023, and that work was ongoing to recruit for his replacement. Thanks were recorded to Liam and the hard work and progress made during his tenure was acknowledged.
- ii. that elections had taken place and that 10 out of the 13 available student representative positions had been filled for the year ahead, with work ongoing to fill the remaining three positions.
- iii. that recruitment was ongoing to fill the Trustee for Policy Review position.
- iv. that changing demographics of the student population (as referred to in the student recruitment update above) had affected the Students Union and resulted in a requirement to consider more creative ways of generating income. Thanks were recorded to the University for the increased block grant for 2022-23, but it was acknowledged that the commercial environment was changing and that it was unlikely that the Students Union would be able to continue to rely on one or two "big ticket" events to satisfy income generation activity in the future.

Agreed:

- i. that there were likely to be opportunities to collaborate with Student Services and other University Departments to host a variety of different events, focusing on for example, wellbeing and freedom of speech. On discussion, members agreed that it was desirable to create a focus on the campus being a place of engagement and debate, working towards achieving a more productive University community **MRFL / EM**
- ii. that future Presidents' updates would follow the format of the V-C update, to include areas of note against each of the University's strategic aims. **EM / AP**

22/76 Freedom of Speech

Received:

- i. a report from the Deputy University Secretary drawing the Board's attention to the new Higher Education (Freedom of Speech) Act 2023 (the Act) which received Royal Assent in May 2023.

Noted:

- i. that the Act confers a statutory duty on HEIs to actively promote Freedom of Speech and Academic Freedom and provides an avenue for legal redress in the event of non-compliance.
- ii. that the requirements of the Act closely align with the work already undertaken as part of the Respect Review, and that there was a particularly close alignment with the principles of Respect and the requirement to facilitate debate and discussion.
- iii. that a series of engagement activities between the University and the Students Union would help embed the principles of the Act and the concepts of discussion and respectful dissent. **KB / EM**
- iv. that the attention of the Governors was drawn to the importance of the duty to actively promote Freedom of Speech and that this duty should be evident in future decision making as appropriate. **ALL**

- v. that the OfS had advised that the University was not considered to be high risk institution in terms of the Overseas Funding section of the Act, but this should be kept under observation in case of potential conflict.

Approved:

- i. the updated Freedom of Speech Policy and associated Code of Practice and Values Statement.

22/77 Finance

Received:

- i. a report of the meeting of the Finance & General Purposes Committee held on 11 June 2023, including approval of the Fees and Charges for 2024-25.
- ii.

useful. Members considered that it may, for example, be beneficial to investigate the Global Impact Ratings as an alternative.

- ix. that the rationalisation of the Future Farm structure had resulted in a slightly different way of accounting for research and staff funding, which was why the income against the Farm was showing an anticipated increase of around 30%.
- x. that discussions were progressing with Station Quarter overseen by F&GP and broad Heads of Terms agreed for lease.

Endorsed:

- i. the minor role changes proposed within the Financial Regulations;
- ii. the draft budget;
- iii. the basis of a five-year forecast to inform the submission to the OfS on 1 December 2023;
- iv.

Noted:

- i. that the Respect Review and work of the EDI Working Group had identified that there are workstreams which cross over each other. Therefore, a Respect Group will be created to provide a central point of oversight for the areas listed in the report (Freedom of Speech, Sexual Misconduct, Prevent, EDI, and Safeguarding). **KB / AP**
- ii. that working with independent experts had been extremely valuable and that a holistic, co-ordinated approach with the Students Union would continue to ensure ongoing benefit from the advice. For example, the EDI working group is attended by staff, students, and members of the Students Union. The SU elections also support the recommendations of EDI action plan.
- iii. that our University staff profile is complex and that, therefore, further work would be required to narrow our gender pay gap. The V-C was intending to visit Worcester University, which had narrowed its gap to 0%, in order to ascertain whether there were any recommendations that we could follow. **KS / JH**
- iv. that good progress against EDI objectives had been achieved and members acknowledged the scale and pace of positive change while noting that there would always be room for improvement, to encourage diversity of thinking and a positive dialogue.
- v. that the Respect Action Plan references planned works in the Library – members noted that this should be amended to reflect that any plans would be subject to the campus master planning exercise which was currently under way. **AP**

Agreed: that significant progress had been made in a short period of time, and that the University should seek to capitalise on this activity and make further improvements in this area.

22/80 Committees which made decisions for endorsement by the Board

A. Staffing Committee

Received: a report on the meeting of the Staffing Committee held on 8 June 2023

Noted:

- i. that feedback on agile working arrangements was broadly positive, with staff members appreciating the extra autonomy. Student feedback indicated that they had not had any issues contacting members of staff when required, and that any frustrations reported typically related to short notice changes to locations of timetabled sessions.
- ii. that, in response to student feedback that they do not have issues contacting members of staff, we need to be mindful of an “always on” culture and help set reasonable expectations about timeframes within which responses should be received.
- iii. that the HR team would be rolling out principles-based training on the application of the Agile Working Policy.

Endorsed: the recommendations of Staffing Committee in respect of making the Agile Working Policy permanent. The policy framework had been developed during the pandemic, and centred on the principle of trusting working relationships between line managers and their teams. The primary place of work should be campus-based for all staff, with the opportunity to work remotely if agreed in advance.

B. Audit and Risk Management Committee

Received: reports on the meetings of the Audit & Risk Management Committee on 11 May and 22 June 2023.

Noted: that the tendering exercise for both internal and external audit would start at the same time, with procurement activity commencing from 1 August 2023.

Members were reminded to submit their expenses within three months of being incurred, and that expenses older than six-