BOARD OF GOVERNORS 24 February 2020 - Meeting Room 209, Sutherland Building, City Campus **CONFIRMED SUMMARY MINUTES**
Contact Susan O'Donnell, susan.odonnell@northumbria.ac.uk, Secretary to the Board of Governors, with any queries about these Summary Minutes.

Present: Chris Sayers (Chair), Alison Allden, Lorraine Brown, Alasdair Corfield, Dr Stuart Fancey, Sophie Haagensen, Lucy Hatt, Dr Graham Hillier, Peter Judge, Emmanuel Kabengele, Sally Pelham, Nick Pope, Amy Rice-Thomson, Claudia Shaw, John Taylor, Professor Andrew Wathey, Dr Jeya Wilson, Dr Roberta Woods (observer), Simon Yellowley.

Apologies: Craig Apsey, James Bromiley, Jean Brown, Helen Thorne.

Secretary: Susan F O'Donnell, Richard Elliott (Assistant Secretary)

In attendance: Simon Corbett, Adam Dunlop, Jane Embley, Professor Peter Francis, Professor Steven Kyffin, Professor George Marston, Professor Glen McHale, Daniel Monnery, Simon Newitt, Lucy Winskell, Professor Jon Reast.

	MAIN ITEMS DISCUSSED/DECIDED ON AT THE MEETING
1.	**Introduction** **Chair and Independent Governor Recruitment update** [Oral Report] The Board of Governors considered the outcomes of the recruitment exercise for the Chair of the Board and Independent Governors: the appointment of four independent governors, the identification of a new Senior Independent Governor, and the appointment of a new Chair of the Board who would formally take up the role on 01 August 2020. **The Board noted the updated position.**
2.	**Strategic Discussion Items** **Vice-Chancellor's Report** [BG19/54] The Board of Governors noted the key points in the Vice-Chancellor's Report including relevant ministerial appointments following the December General Election. Focus remained on value for money, grade inflation, unconditional offers and "poor quality degrees", while the government's approach to the Augar recommendations was not yet known. The consequences of the UK's withdrawal from the EU were expected to emerge across 2020, and could be complicated by the developing Covid-19 situation. **The Board noted the Report and that scenario planning for the potential impacts of Covid-19 would be reported to Employment and Finance Committee on 20 April and then to Board on 27 April. A revised trajectory change for KPI8 was approved.** **Four Key Objectives for 2019/20** [BG19/55] The Board of Governors considered progress on the four key strategic objectives set for the academic year 2019/20. Positive progress was reported for NSS engagement, the REF proleptic appointment scheme, financial awareness and organisational culture. **The Board noted the update.** **Access and Participation Plan (APP) 2020/21 – 2024/25 Update** [BG19/56] The Board of Governors noted that Northumbria's APP had been approved on 20 December 2019 after discussion with OfS and a range of changes to reflect OfS's intent to move faster to reduce gaps, for five years to 2024 (unless OfS decided otherwise during that period), and had been published on the University's web site. In common with most HEIs, OfS had imposed enhanced monitoring, in Northumbria's case around performance gaps in Success and Progression and around financial support to students, where a change in definitions had reduced the reported investment level but not the actual support delivered; submission of a progress report in January 2021 was required. **The Board noted the report, and that an holistic three-year strategic response to the commitments and targets of the APP would be reported to Strategic Performance Committee.**

Sexual and Racial Harassment (BG19/57 and presentation)
The Board of Governors considered how the University tackles and responds to cases of sexual and racial harassment and the proposed next steps on preventing and responding to such misconduct issues in the future. A number of policies and training and development resources were already in place and proposals to strengthen them further had been developed. **The Board recommended that policies, procedures and expectations should be made clear to any third-party staff, contractors and consultants working in the University, and that the training and development resources should be actively promoted. A Board workshop on the subject would be arranged in due course.**

Project Sand Lessons Learned (BG19/58 and presentation RESERVED)
The Board noted the lessons learned from the project, and how they would be applied to future similar initiatives.

Strategic Partnership in China (BG19/59 RESERVED)
The Board of Governors considered progress in the development of the relationship in China; the Covid-19 outbreak could now cause delays to progress as it would inhibit the University's ability to travel to China; communications will continue via other methods and progress will be monitored and reviewed as the situation develops. **The Board noted the update.**

Strategic Risk Register 2019/20 (BG19/60)
The Board of Governors considered the proposed revisions to the University's Strategic Risk Register (SRR) following review by the University Executive and Audit Committee. The risk relating to estates and technology had been separated to allow sufficient visibility of both strands; the risk relating to research culture and outcomes was repositioned slightly to reflect post-REF considerations around ongoing research quality and standards. Consideration would be given to how best to reflect the impact of Covid-19. **The Board noted the update and that a number of risk controls and actions applied to more than one risk, so it was important the relationships were considered in a joined-up way.**

| 3. | **Performance, Projects, Policy and Regulatory Matters** |

Student Recruitment Update 2019/20 Semester 2 and 2020/21 (BG 19/61 and presentation)
The Board of Governors considered the recruitment update report and presentation as at as at 19 February 2020. **The Board noted the update and emphasised the need to meet the expected intensive competition and accelerate UK recruitment, to defend the University's position.**

Students' Union President's Report and Impact Report– February 2020 (BG19/62)
The Board of Governors considered the Students' Union President's Report, which covered campaigns and events, planned support to Care Leavers and development of the Black Leaders Project. The annual Impact Report was attached for information. **The Board noted the report and the Impact Report.**

Initial IT Strategy (BG19/63)
The Board of Governors considered the draft Strategy, developed in consultation with staff and students, and with input from governors. It provided the framework for Northumbria's technology roadmap for the next four years, with its five IT Outcomes aligned with the five University Strategic Outcomes. **The Board commended the draft Strategy and made a range of suggestions forts continuing development. Next steps should include reporting detailed business cases to Employment and Finance Committee, involving Strategic Performance Committee in the overall evolution and utilising the skills and experience of Governors through the IT Strategy Board.**

Monthly Finance Report P6 2019/20 and Q1 2019/20 Reforecast [BG19/64]
The Board of Governors considered the University's positive financial position and performance at Period 6, by area and by activity type. Opportunities to accelerate investment in the University Strategy were being assessed, with potential future risks and disruptors taken into account. **The Board noted the report.**

National Pay and Pensions Update (Oral update)
The Board of Governors noted an update on the national position.

	Health, Safety and Wellbeing Q2 Report (BG19/65) The Board of Governors considered the Q2 update, which had been presented to Audit Committee on 10 February 2020. Following the fire at the Cube Student Accommodation in Bolton in November 2019, the University had completed the review of fire safety requested by the Secretary of State and confirmed that its fire safety management processes were adequate, that all cladding panels used were non-combustible, that fire drills were completed in all accommodation blocks in Semester 1, and that Tyne and Wear Fire and Rescue Service was satisfied with the University's fire strategy. **The Board noted and commended the report, particularly the summary of the approach to fire safety.** **Consultation: CUC Higher Education Code of Governance** [BG19/66 and presentation] The Board of Governors considered the draft revised CUC Higher Education Code of Governance and related presentation, which was subject to consultation until 13 March 2020. The new draft Code was intended to focus on the principles and behaviours underpinning effective governance, with detailed guidance and implementation advice to be covered in a separate supporting Governance Handbook. **The Board noted the report and presentation and agreed to provide feedback to the Secretary who would collate a response on behalf of the University.**
4.	**Constitutional Matters** **Board of Governors' Meeting: 18 November 2019 and Written Resolutions** [BG19/67 – BG19/71], **Summary Action List and Matters Arising** [BG19/72] and **Board of Governors Annual Agenda Plan 2019/20** [BG19/79] The Board of Governors confirmed the Executive Summary and Minutes of its Meeting on 18 November 2019 and Minutes of Written Resolutions WR BG19/51, WR BG19/52 and WR BG19/53 as accurate records, and noted the Summary Action List, Matters Arising and the draft Annual Agenda Plan for the 2019/20 academic year. **Board and Committees Terms of Reference update** [BG19/73] The Board of Governors approved minor amendments to Board Committee membership and terms of reference. **Executive Summaries and Minutes of Meetings: Nominations Committee 16 December 2019, Employment and Finance Committee 20 January 2020, Strategic Performance Committee 28 January 2020, Academic Board 29 January 2020 and Audit Committee 10 February 2020,** [BG19/74-78] The Board of Governors noted the Executive Summaries of the most recent meetings of Board Committees.

Susan F O'Donnell
Secretary to the Board of Governors
June 2020