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BOARD OF GOVERNORS' MEETING – 13 MAY 2019: EXECUTIVE SUMMARY

Contact Susan O'Donnell, susan.odonnell@northumbria.ac.uk, Secretary to the Board of Governors, with any queries about this Executive Summary.

MAIN ITEMS DISCUSSED/DECIDED ON AT THE MEETING

Chair's Introduction and Welcome to New Governors [Oral Report]

The Chair welcomed Anne Goodman, a lay member of Council at the University of Bath, who had been invited by the Chair to observe the Board meeting while visiting Northumbria, to gain insights into its governance arrangements and help inform Bath's ongoing Council effectiveness review. Ms Goodman left the meeting for the Commercially Sensitive and Reserved Business items. The Chair noted, on behalf of the Board, his thanks to Dr Adam Dawkins for his significant contribution to supporting and advising the Board and its Committees since his appointment as Secretary in 2012, and wished him the best of luck in his new role at the University of York.

Chair and wider Independent Governor/Trustee Succession Planning: Progress Report [BG18/68]

The Secretary to the Board provided an update on the engagement the Executive Search Firm (ESF) overseeing the recruitment campaign for the successor Chair of the Board and other Independent Governors, and detail on the scope, content and timetable for the recruitment campaign. **The Board provided feedback on the proposals on the campaign proposals and requested further refinement of the proposed selection structures, for further discussion by Nominations Committee. Governors were invited to speak to David Warcup in his role as Senior Independent Governor or to the Chair directly about potential Committee rotations, including to Chairship roles.**

Appointment Plans: Secretary to the Board of Governors [Oral Report]

The Chair of the Board provided an oral report on the two options being considered regarding succession plans for the Secretary to the Board role, given the departure of Dr Adam Dawkins on 07 June 2019. Following a vote, **the Board agreed to recruit a new Secretary as a matter of priority, noting that the exact specification of the role would need to be determined.**

Vice-Chancellor's Report [BG18/69]

The Board of Governors noted the key points in the Vice-Chancellor's Report including the further deferral of the Augar Review recommendations, the likely impact on employer contributions of the USS and TPS pension revaluations, which would create fundamental liabilities for a number of HEIs, and the alignment of all sales, recruitment and marketing functions under Adam Dunlop as Chief Marketing Officer. The recent rise of Northumbria to a Top 50 CUG League Table position and latest research grant successes were commended. A sector response to the Government's new International Education Strategy was being developed by UUK.

Strategic Partnership with Yunnan Provincial Department of Culture and Tourism [BG18/70] The Board noted progress on the development of a Strategic Partnership between Northumbria University and Yunnan Provincial Department of Culture and Tourism. **The Board noted the detailed work on MoU development and key project risks required prior to any final Board approval, which would be reviewed by the 17 June 2019 meeting of Employment and Finance Committee.**

Project Sand Update - Commercially Sensitive [BG18/71]

The Board of Governors noted progress with the development of proposals for a new partnership with an overseas partner, and was asked to endorse a plan for further development. **The Board endorsed the developments to date on the basis that further discussions and negotiations be reported back through Employment and Finance Committee and to the Board of Governors, and subject to appropriate due diligence and a sound academic and commercial model.**

Financial Performance Report: Period 8 2018/19 [BG18/72]

The Board noted the period 8 (to 31 March 2019) financial results and the Q2 forecast operating deficit, **noting the need for income growth and diversification and ongoing pension uncertainties. A clear narrative in relation to the management of pensions exposures should be included in the financial statements for 2018/19.**

Office for Students (OfS): Financial Viability and Sustainability: information for governing bodies [BG18/73] The Board of Governors noted the report to accompany the OfS letter and report on the financial sustainability of providers in England, which OfS expected to be presented and discussed by providers' governing bodies, noting the more detailed context paper to Employment and Finance Committee due for discussion on 20 May 2019, which would analyse several key financial performance indicators for Northumbria. **The Board noted that the OfS letter signalled a new tone, compared with HEFCE's former financial health assessments, of robustness and greater accuracy required on behalf of institutions in their financial planning and forecasting, emphasising the importance of self-regulation and, through this, a reduction in the likely of OfS intervention or even sanctioning of providers. A response should be submitted to the OfS Chief Executive to convey a positive message about Northumbria's approach and the robustness of its own financial planning.**

Equality, Diversity and Inclusion Annual Report 2017/18 [BG18/74]

The Board of Governors noted the Equality, Diversity and Inclusion Annual Report for 2017/18 for publication, which had been reviewed by University Executive and Employment and Finance Committee, and the outcome of the recent Athena SWAN assessment process. **The Annual Report included signs of significant progress but further work was required, particularly to advance Black and Minority Ethnic rights and representation. A report on the introduction of the Living Wage across the sector would be submitted to the Employment and Finance Committee.**

CUC HE Code of Governance Call for Evidence: Northumbria Submission [BG18/75]

The Board of Governors noted a copy of the final submission from Northumbria to the Committee of University Chairs (CUC) call for evidence on revisions to the current HE Code of Governance (2014, 2018) and received a reminder of Northumbria's application of the status of HE Code.

Student Recruitment 2019/20 [BG18/76]

The Board of Governors noted the Student Recruitment update for 2019/20 recruitment. **The Board noted the Report and cited the need to improve the marketing for PGT programmes.**

Students' Union President's Report and Impact Report 2018 [BG18/77]

The Board of Governors considered the Students' Union President's Report and Impact Report 2018. The annual Students' Union elections recorded the second highest voter turnout, with Emmanuel Kabengele elected President, and Matt Johnston being re-elected alongside Claudia Shaw and Anna Kemp as the respective Vice-Presidents Education and Welfare. Northumbria Students' Union Foodbank launched on 29 April 2019 and the Student-led Teaching Awards and the Education and Activities Awards had been a resounding success, with the shortlisting of six Northumbria societies in the National Societies Awards. **The Board noted the report and that the University, Students' Union and outsourced catering provider were in discussions about the reduced SU facilities at Coach Lane and its possible impact on the Student Experience.**

Board of Governors' Meeting: 26 February 2019 [BG18/78-78ii], Summary Action List and Matters Arising [BG18/79] and **Board of Governors Annual Agenda Plan 2018/19** [BG18/80] and **Board and Committee Dates 2019/20** [BG18/81]

The Board of Governors confirmed the Executive Summary and Minutes of its Meeting on 26 February 2019 as an accurate record, subject to the correction of Minute 18.077ii, and noted the Summary Action List, Matters Arising and Annual Agenda Plan for the remainder of the 2018/19 academic year, and the Board and Committee dates for 2019/20.

Executive Summaries of Meetings: Strategic Performance Committee, Employment and Finance Committee, Audit Committee and Academic Board [BG18/82-83]

The Board of Governors noted the Executive Summaries of the recent meetings of Board Committees.

Susan F O'Donnell
Interim Secretary to the Board of Governors
23 June 2019
