

**TEESSIDE UNIVERSITY
BOARD OF GOVERNORS**

A Meeting of the Board of Governors was held on 16 November 2018.

Present: Mr A MacColl (Chair) Mr R Bloom
Mr P Booth OBE Ms A Burns
Professor P Croney Mr J Cross
Mr D Cooley Mr R Cuffe
Mr C J Fleetwood Mrs M Grieves
Mr J Hogg Mr T Platt
Mr A Richardson Mr D Russell
Mr S R Tonks

Apologies: Dr J Atkinson Professor P Jones
Ms S Khan Ms S Kiddle
Ms S McArdle Mrs H Page
Mr I Wardle Mr G Worsdale OBE

Officers: Ms J Amos Dr D Bell
Mrs H Cutting (Secretary) Professor S Hodgson
Mr M Page Professor M Simpson
Mrs S Thompson (Asst Secretary)

In

Attendance: Mr D Hudson (for TU3458)

Apologies: Professor J Turner

TU 3451 DECLARATIONS OF INTEREST

It was **NOTED**:

1. That no declarations of interest were made regarding matters on the Agenda.

TU 3452 VICE-CHANCELLOR'S REPORT

It was **NOTED**:

[FOI Exempt - Prejudicial to Commercial Interests]

TU 3453 MINUTES

It was **AGREED:**

1. To approve, as an accurate record, the minutes of the meeting held on 28 September 2018.

TU 3454 RESOURCES COMMITTEE WORK PLAN 2018/19

It was **NOTED:**

1. That Members have been provided with a Resources Committee updated Work Plan to reflect recent OfS requirements.

It was **AGREED:**

2. To approve the revised Resources Committee Work Plan 2018/19.

**TU 3455 REPORT FROM NOMINATION & GOVERNANCE COMMITTEE
– 31 October 2018**

It was **NOTED:**

1. That the following independent members are stepping down from the Board at the conclusion of the November 2018 Board meeting:
 - Robin Bloom
 - Bob Cuffe
 - Shahda Khan MBE
2. That, as a result of the above, three vacancies will arise in the independent member category of the Board, and, following a recent nomination and recruitment campaign, potential candidates were considered by Nomination and Governance Committee at its meeting on 31 October 2018 with the following three individuals recommended by Nomination and Governance Committee for appointment to the Board:
 - Dean Benson - Chief Executive Officer, VisualSoft
 - Claire Vaughan - VP Commercial Legal, Sage Plc
 - Nick Johnson - Commercial Director, CPI
3. That, following an approach by the Chairman, Ada Burns has agreed to accept the role as Chair of the Resources Committee and the Board is asked to confirm the transfer of Ada Burn's member status from "Co-opted" to "Independent Member" for the remainder of her current term in office.
4. That, arising from the departure of the Members referred to in 3455.1 above, vacancies will be created on Resources Committee and People & Organisational Committee. The Board's Commissioner will be discussing with the proposed new members, their interest in these vacancies.

5. That in line with recommendations for terms of office under the adopted CUC HE Code of Governance, and in consultation with the Nomination & Governance Committee, it is proposed to remove the requirement for independent members to have held a co-opted position prior to appointment as an independent member.
6. That the category of co-opted member of the Board exists to enable the Board to seek specific skill sets not otherwise held among the members of the Board for a specific reason or period of time (for example, in support of a particular area of business of the University or a particular project) and is therefore considered good practice to review co-options on an annual basis.

It was **AGREED**:

7. To appoint the following individuals as Independent Members for an initial term of office of three years with immediate effect:
 - Dean Benson
 - Claire Vaughan
8. To appoint Nick Johnson as a Co-opted Member with immediate effect. (TU 3455.6 refers)
9. To approve the appointment of Ada Burns as the next Chair of Resources Committee and to amend her Member status from Co-opted to Independent Member for the remainder of her current term of office;
10. To approve, with immediate effect, the removal of the requirement to hold the office of co-opted member prior to appointment as independent member;
11. To approve, with immediate effect, the review of co-opted memberships on an annual basis.

TU 3456 GOVERNORS ROLE PROFILE

It was **NOTED**:

1. That Members have been provided with the Role Profile outlining the duties and responsibilities of Members.

TU 3457 STUDENT RECRUITMENT

It was **NOTED**:

1. **[FOI Exempt - Prejudicial to Commercial Interests]**

TU 3458 RECRUITMENT & MARKETING STRATEGY 2018-20

[FOI Exempt - Prejudicial to Commercial Interests]

TU 3459 REVENUE OUTTURN 2017-18

It was **NOTED:**

1. That the Final Revenue Outturn for 2017-18 is very positive, particularly in light of the very challenging environment.

2. That key highlights include:
 - All 2017-18 Financial KPIs achieved.
 - Year on year improvement over 2016-17 delivered on all key financial metrics;
 - Consistent and maintained improvement on all key financial metrics over the 2014-18 period (as illustrated at Appendix 1);
 - 2017-18 Income and Expenditure outperforming budget.

TU 3460 REVENUE BUDGET MONITORING 2018-19 – UPDATE NO 1

It was **NOTED**:

1. That Members have been provided with the first report of the new financial year noting that it updates the 2018-19 estimates to reflect the latest 2018 student recruitment cycle and its impact on tuition fees and other significant financial variations.
2. That the financial performance at this early stage in the financial year continues to be robust with forecast performance for the year strong, despite the challenging environment.
3. That, currently, all financial KPIs remain forecast to be achieved.

TU 3461 CAPITAL AND ESTATES PROGRAMME 2018/19 – UPDATE NO 1

It was **NOTED**:

1. That Members have been presented with the Capital and Estates Programme Monitoring Update No 1 for the 2018/19 financial year.
2. That the report has been considered and endorsed by the Resources Committee at its meeting on 2 November 2018.
3. That highlights include:
 - National Horizons Centre (NHC) on programme for completion in March 2019;
 - Business School refurbishment complete – Northern Entrance due for completion in November 2018;
 - King Edwards Square - refurbishment of Student Accommodation complete;
 - Woodlands - new Student Accommodation – RIBA Stage 2; Concept Design complete;
 - Student Life Building – RIBA Stage 4; proceeding to Construction (enabling works underway);
 - Demolition of Centre House complete;

- Demolition of the Brittan building underway and due to be complete by late November 2018;
 - Significant refurbishment of Constantine general-purpose teaching rooms and the main lecture theatre in Centuria complete;
 - Property Acquisition – Purchase of the Star (Public House) on Southfield Road completed 1 August 2018.
4. That Members have previously endorsed the Student Residential Accommodation Strategy with four potential key development projects:
- Woodlands Road Development
 - Gresham Student Village
 - Dunning Road
 - Cornell Site
5. That, although progress continues on developing each of these projects, there is some risk around the speed of delivery of the Gresham site (including site clearance) and, therefore, the University is proposing to accelerate development of the Cornell site to ensure new bed targets are delivered by September 2021.
6. That, in order to meet the challenging timescale associated with the design, and construction of residential accommodation on the Cornell site by September 2020, the Resources Committee has recommended to the Board, the Business Case for the appointment of Wates Construction Ltd through the Scape Venture Construction Framework, a single supplier framework, subject to the requirement to obtain the Board's further permission to proceed with the construction phase **[FOI exempt – Prejudicial to Commercial Interests]**, based on confirmation of construction costs in due course.
7. That Wates Construction Ltd were appointed to build the National Horizons Centre following submission of the most successful tender bid and in addition have recently completed several residential student accommodation projects in Newcastle and York.

It was **AGREED**:

8. To approve **[FOI exempt – Prejudicial to Commercial Interests]**, of expenditure for the Student Residential Accommodation proposed on the site of Cornell Car Park to enable outline planning approval to be sought and for professional fees, design fees, and site investigation surveys to complete the design and tender stage.
9. To approve the appointment of Wates Construction Ltd under the Scape Venture Framework for the construction of Student Residential Accommodation on the Cornell Car Park based on the following:
- to proceed with the design stage of Student Residential Accommodation on the site of Cornell Car Park (TU 3461.8 refers)

- to seek further approval from the Resources Committee and Board of Governors, in due course, to proceed to construction phase subject to satisfactory confirmation of construction cost.
10. To endorse the revised Capital Budget for 2018/19 of **[FOI exempt – Prejudicial to Commercial Interests]**, incorporating slippage and re-profiling adjustments.

TU 3462 STRATEGIC RISK MANAGEMENT – UPDATE NO 2

It was **NOTED**:

1. That Members have been provided with an update on Strategic and Operational Risk Management activity which was endorsed by the Audit Committee at its meeting on 6 November 2018.
2. That the Strategic Risk Register has been reviewed to produce a more concise document whereby a number of the existing Current and Planned mitigating controls have been consolidated and additional controls introduced.
3. That Strategic Risks have been reviewed and updated by the relevant Risk Owners.
4. That, following completion of the financial statements for the year ended 31 July 2018, and the latest recruitment forecasts for 2018/19, the current risk rating for Risk D (Failure to maintain financial resilience, sustainability and investment capability in the context of cost base pressures and income growth changes) has been reduced from Medium to Minor.
5. That Schools and Service Departments have reviewed their operational risk registers.

It was **AGREED**:

6. To approve the Strategic Risk Management Update No 2.

TU 3463 ACADEMIC GOVERNANCE UPDATE (QUALITY & TEACHING STANDARDS)

It was **NOTED**:

1. That Members have been provided with a summary of the key University policies and processes that underpin its academic governance, specifically in relation to academic quality and standards; and to confirm progress made on the 2017/18 priority areas linked to the University's Learning & Teaching Strategy, as well as identifying the main themes to be progressed during 2018/19.

2. That assurance is provided that academic governance and academic risk is effectively managed and firmly embedded within the University's key strategies and University Academic Board committee structure.

It was **AGREED**:

3. To approve the Academic Governance Update relating to Quality & Standards.

TU 3464 MODERN SLAVERY AND HUMAN TRAFFICKING – ANNUAL STATEMENT

It was **NOTED**:

1. That Members have been provided with the University's updated Statement on the Modern Slavery Act which has also been reviewed by the Audit Committee at its meeting of 6 November 2018.
2. That it is a requirement of Modern Slavery Act 2015 that organisations to which the Act applies (i.e. those with an annual turnover > £36 million) publish an annual statement, within 6 months of the end of their financial year, setting out what they have done to eradicate slavery and human trafficking from their supply chains and operations.

It was **AGREED**:

3. To approve the Modern Slavery and Human Trafficking Statement.

TU 3465 CAMPUS MASTERPLAN UPDATE

It was **NOTED**:

1. That Members received a presentation identifying the developments undertaken across Campus and showing a virtual view of the appearance of the Campus upon completion of current building and refurbishment works. (TU 3461 refers)

TU 3466 LEAGUE TABLES

It was **NOTED**:

1. That Members have received a report relating to the most recent League Tables. (TU 3452 refers)

TU 3467 CORPORATE PERFORMANCE REPORT 2017/18

It was **NOTED**:

1. That Members have received a summary of the outturn performances of the University's 31 KPIs for 2017/18 against the set targets, with very positive results.

TU 3468 HEALTH, SAFETY & WELLBEING ANNUAL REPORT 2017/18

It was **NOTED**:

1. That Members have received the University's Health, Safety and Wellbeing Report for 2017/18 which provides details of key developments in health, safety and wellbeing provision, together with safety and sickness statistics for the same period.

TU 3469 ANNUAL ENVIRONMENT REPORT 2017/18

It was **NOTED**:

1. That Members have been provided with the Annual Environmental Report 2018, reflecting progress in environmental matters during the course of the financial year 2017/18.

TU 3470 OFFICE FOR STUDENTS REGISTRATION

It was **NOTED**:

1. That, on 22 October 2018, the University was notified of its registration with the Office for Students (OfS).
2. That the OfS has the ability to impose specific conditions of registration where it considers a provider to be at higher risk but this does not apply to Teesside University.
3. That the OfS has identified a requirement for enhanced monitoring in one area where it considers the University may be at future risk of breaching a condition unless it takes step to address the issue. This related to Condition B3: Quality and Standards in the context of student outcomes. The University is required to submit to the OfS by the end of January 2018, details of actions taken to improve student outcomes.
4. That, from the date of registration, the University is required to report to OfS on any reportable events as set out in the OfS Regulatory Framework.

TU 3471 NATIONAL PAY NEGOTIATIONS – UPDATE

It was **NOTED**:

1. That, since the Summer, there have been no further national negotiations, following rejection by the University's recognised trade unions of the 'cost of living' increase to all staff on the national payscales (Grade 9 and below).
2. That, as advised to HEIs by the Universities and Colleges Employers Association (UCEA), and in line with the final offer, the University awarded the pay increase of 2% to its staff in August 2018.

3. That in the event of any further increases being agreed, the University will endeavour to honour these increases.

TU 3472 STUDENTS' UNION UPDATE

It was **NOTED**:

1. That the Students' Union continues to support students across the University and highlights so far for 2018/19 academic year include:
 - Increased footfall within the Students' Union
 - Increase in students seeking independent advice and information with academic casework rising by approximately **[FOI exempt – Prejudicial to Commercial Interests]**.
 - In excess of 1,200 students joining clubs and societies organised by the Students' Union
 - A continued rise in student engagement relating to campaigns
 - Continued monitoring of developments relating to the OfS.
 - Re-energising of democratic forums in order to encourage student debate on their experience at Teesside University, and on wider issues.

TU 3473 RESOURCES COMMITTEE - 2 November 2018

It was **NOTED**:

1. That the Committee considered:
 - 1.1 Revenue Outturn 2017/18
 - 1.2 Debtor Write-Off
 - 1.3 Annual Statement of Pension Funds
 - 1.4 Annual Corporate Performance Report 2017/18
 - 1.5 Treasury Management Annual Report 2017/18 and Update No1
 - 1.6 OfS Accountability Returns 2018
 - 1.7 Revenue Budget Monitoring report 2017/18 - Update No 1
 - 1.7 Spinout Companies Annual Review 2017/18
 - 1.8 Resources Committee Work Plan 2018/19
 - 1.9 Students' Union 2018/19 – Update No 1
 - 1.10 Student Residential Accommodation Expansion Options
 - 1.11 Capital and Estates Programme Monitoring – Update No1
 - 1.12 Building Inspections Update
 - 1.13 Annual Environment Report 2018

TU 3474 PRO VICE-CHANCELLOR PORTFOLIO UPDATES

It was **NOTED**:

1. That Members have received an update report on the key activities carried out by the portfolio of each Pro Vice-Chancellor, highlights of which include:

[FOI Exempt - Prejudicial to Commercial Interests]

TU 3475 SCHEDULE OF MEETINGS & EVENTS

It was **NOTED**:

1. That the following times have been scheduled for meetings of the Board:

Friday 25 January 2019 (subsequently moved to 1 February 2019)
Friday 29 March 2019
Friday 24 May 2019
Friday 12 July 2019
Friday 27 September 2019
Friday 15 November 2019

2. That the Winter Graduation Ceremonies for 2018 will take place at the newly refurbished Town Hall, on 3rd and 4th December 2018.
3. That, due to a change in some submission requirements to OfS, the date of the meeting of the Board in January 2019 may change and that Members will be informed accordingly.

TU 3476 ANY OTHER BUSINESS

Grant Funding – Future of Life Institute

It was **NOTED**:

1. That in order to secure grant funding from the Future of Life Institute (with the financial administration of the grant being processed by Silicon Valley Community Foundation) in connection with a project investigating “Incentives for Safety Agreement Compliance in AI Race”, the University is required to sign an affidavit provided by Silicon Valley Community Foundation to declare the university as an educational institution and not a commercial enterprise.
2. That it is proposed that the University Secretary be given authority to sign an affidavit, provided by Silicon Valley Community Foundation, on behalf of the Board of Governors.

It was **AGREED**:

3. To approve the signing of an affidavit, provided by Silicon Valley Community Foundation, by the University Secretary on behalf of the Board of Governors.