

**TEESSIDE UNIVERSITY
BOARD OF GOVERNORS**

A meeting of the Board of Governors was held on 26 May 2017.

Present:	Mr A MacColl (Chair) Ms A Burns Mr R Cuffe Mr J Cross Mr J Hogg Professor P Jones Ms S Kiddle Ms B Silva Mr G Worsdale	Mr P Booth Mr B Cooley Professor P Croney Mr C Fleetwood Mr A Howe Ms S Khan Ms H Page Mr S R Tonks
Apologies:	Dr J Atkinson Ms S McArdle Mr D Russell	Mr E Kunonga Ms J Morgan Mr I Wardle
Officers:	Ms J Amos Professor S Hodgson Professor M Simpson Professor J Turner	Dr D Bell Mr M Page (Secretary) Mrs S Thompson (Asst Secretary)
Observers:	Mr M Atkin	Mr T Platt

TU 3240 BOARD EFFECTIVENESS REVIEW - PRESENTATION

It was **NOTED:**

1. That, following a recent Board Effectiveness Review carried out by the University's Internal Auditors, PWC, it was confirmed that Members have a clear understanding of their role and responsibilities, and are satisfied with the efficiency and effectiveness of the operation of the Board; and that the Report also provided opportunities to consider a number of proposals for enhancement.

It was **AGREED:**

2. To reflect in the minutes, the challenges and debate that takes place during meetings and to create an associated action log.
3. To present a documented schedule of business to the Board, noting items to be discussed during the year.
4. To formalise a succession planning process in order to ensure that required skills are identified and maintained.
5. To put in place a formal performance and review appraisal of Board Members.
6. To put in place a formal Induction and Training Plan.

7. To identify and share with Members, the key stakeholders who contribute to, and work with, the University.

Action: University Secretary

TU 3241 DECLARATIONS OF INTEREST

It was **NOTED**:

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

TU 3242 CHAIRMAN'S UPDATE

It was **NOTED**:

1. That Mr Matthew Atkin, President Elect, and Mr Tom Platt, Vice-President Education Elect, of the Students' Union, were welcomed to the meeting as observers.
2. That the Chairman afforded the thanks of Members to Mr Adam Howe, and Ms Bruna Silva, for their valued contribution to Board meetings and who were attending their final meeting of the Board.

TU 3243 BOARD MEMBERSHIP

It was **NOTED**:

1. That, prior to the May meeting of the Board, Mr Edward Kunonga will complete his current term of office and is not seeking appointment for a further term of office.
2. That, Mrs Helen Page has been re-elected as the nominee of the teaching staff for appointment as a Member of the Board for a period of two years.
3. That Mr Dann Cooley has been elected as the nominee of the general staff for appointment as a Member of the Board for a period of two years.
4. That, Mr Matthew Atkin has been elected as President Elect of the Student's Union.
5. That the Students' Union has nominated Mr Tom Platt (Vice-President Education Elect) as the second student Governor on the Board.
6. The Instrument requires that "independent" members form "at least half" of the membership of the Board. In light of Mr Kunonga's resignation, this leaves 12 members who are designated as "independent". It is therefore proposed to transfer Mr Ian Wardle from the constituency of co-opted member to the constituency of independent member with immediate effect.

It was **AGREED:**

7. To appoint Mrs Helen Page as the Representative of the Teaching Staff, and Mr Dann Cooley as the Representative of the General Staff, for a period of 2 years, with immediate effect, and to offer the Board's congratulations on their successful election.
8. To appoint Mr Matthew Atkin (President Elect), as a Board Member for the duration of his Presidency with effect from July 2017.
9. To appoint Mr Tom Platt (Vice-President Education Elect), as a Board Member for the duration of this term of office as a Trustee of the Students' Union, with effect from July 2017.
10. To transfer Mr Ian Wardle from the constituency of Co-opted Member to the constituency of Independent Member with immediate effect.
11. To convey the thanks of Members to Mr Edward Kunonga for his valued contribution to meetings of the Board.

TU 3244 VICE-CHANCELLOR'S REPORT

It was **NOTED:**

1. That Members have received and commented on a report from the Vice-Chancellor highlighting developments relating to:
 - 1.1 University Rankings (TU 3253 refers)
 - 1.2 Higher Education Research (HER) Act
 - 1.3 Brexit
 - 1.4 General Election
 - 1.5 National Union of Students (NUS) Elections (3244.6 refers)
 - 1.6 Consultation Updates
 - New Destination of Leavers from Higher Education
 - Industrial Strategy
 - 1.7 Honorary Graduands
[FOI exempt – Personal Information],
 - 1.8 Major Staffing Changes (TU 3244.2-6 refers)
2. That, as part of the Academic Excellence Strategy, and the need to halt a decline in applications, the School of Design, Culture & the Arts (SDCA) will be disestablished.
3. That the SDCA subject groups will be redistributed across three other Schools which have been renamed accordingly in order to accommodate the new subject areas:

- Design programmes to the School of Science, Engineering and Design
 - English & History programmes to the School of Social Sciences, Humanities and Law
 - Media, Journalism, Fine Art, and Performing Arts to the School of Computing, Media and the Arts
4. That the Deans of each School are revising their individual School Plan in order to accommodate the new subject areas.
 5. That, in light of recent events, the University is reviewing its security and vigilance in relation to planned events and the overall campus security and that meetings are taking place with relevant stakeholders, including senior officers from Cleveland Police.
 6. That Shakira Martin has recently been appointed as President of the National Union of Students and Amatey Doku as Vice-President, Higher Education. More constructive engagement with institutions is expected from this new leadership.

It was **AGREED:**

7. That, in light of the disestablishment of the SDCA, Members will be provided with a summary sheet outlining the specific subject areas and associated courses now being offered by each School.

Action: University Secretary

TU 3245 MINUTES

It was **AGREED:**

1. To approve, as an accurate record, the minutes of the meeting held on 24 March 2017.

TU 3246 HEALTH, SAFETY & WELLBEING REPORT – FEEDBACK

That, arising from Minute TU 3232, it was **NOTED:**

1. That the Executive Director of Human Resources has recently met with Mr Paul Booth and Mr Dermot Russell to review and discuss Health, Safety & Wellbeing.
2. That future focus will be placed on behavioural changes to avoid accidents; placing Health, Safety & Wellbeing more frequently on the agendas of the University Executive Team and the Board of Governors; and combining environmental issues with Health, Safety & Wellbeing.

It was **AGREED**:

3. That a report on Health, Safety & Wellbeing will be presented to the next meeting of the Board.

Action: Executive Director of Human Resources

TU 3247 STUDENT RECRUITMENT

It was **NOTED**:

1. **[FOI exempt – Prejudicial to Commercial Interests]**

TU 3248 REVENUE BUDGET MONITORING UPDATE NO 3

It was **NOTED**:

1. That Members have been provided with the third update of the financial year.
2. That financial performance for 2016-17 continues to be strong and robust with all key controllable financial indicators on target for achievement.
3. That 2016-17 financial performance is currently forecast to deliver year-on-year improvement over 2015-16 and exceed the 2016-17 set targets.
4. That, at this stage in the financial year, a cash surplus of circa **[FOI exempt – Prejudicial to Commercial Interests]**, is currently forecast.
5. **[FOI exempt – Prejudicial to Commercial Interests]**,
6. That this update was endorsed in very positive terms by the Resources Committee at its meeting of 12 May 2017.

TU 3249 CAPITAL AND ESTATES PROGRAMME 2016/17 UPDATE NO 3

It was **NOTED**:

1. That Members have been provided with the Capital and Estates Programme Monitoring Update No 3 for the 2016/17 financial year.
2. That, the Capital Budget 2016/17 and Estates Programme 2016-19 were approved at the meeting of the Board of Governors in July 2016.
3. That the Board of Governors received, and approved, at its meeting in March 2017, the final documentation relating to the Estates Strategy and Campus Masterplan, together with a provisional construction programme and high level cost plan.
4. That a formal launch of the Masterplan in the coming months will create an exciting opportunity to promote the University to prospective students and future stakeholders.
5. That the final detailed cost plan for enabling projects and new developments during the proposed three-year programme leading to 2020 will be presented to the Resources Committee in June 2017 and to the Board in July 2017.
6. That Major Development projects for 2016/17 were set out and include:
 - Library Refurbishment – phase 3 (second floor) and phase 4 (third floor)
 - National Horizons Centre (NHC)
 - Masterplan- initial enabling projects
7. That the Board recently endorsed an allocation of **[FOI exempt – Prejudicial to Commercial Interests]**, to refurbish the Gazette Building which will facilitate the creation of a Corporate and Professional Services Hub and that it is anticipated that departments will be relocated by the end of the calendar year.
8. That, approval of the Capital Equipment budget in July necessitates a high concentration of IT related work over the summer months and, in order to mitigate against this, it is proposed to bring forward **[FOI exempt – Prejudicial to Commercial Interests]**, of IT Capital allocation in to the 2016-17 plan from 2017-18.

It was **AGREED**:

9. To approve the expenditure of **[FOI exempt – Prejudicial to Commercial Interests]**, for refurbishment of the Gazette Building and to authorise the Chairman to appoint contractors as appropriate, following conclusion of the relevant procurement processes.

10. To approve the bringing forward of **[FOI exempt – Prejudicial to Commercial Interests]**, of IT capital allocation from the 2017-18 programme to the 2016-17 capital programme.

TU 3250 STRATEGIC RISK MANAGEMENT UPDATE NO 4

It was **NOTED**:

1. That Members have received an update on Strategic and Operational Risk Management activity.
2. That the formal annual review of the Risk Register has been undertaken by the University Executive Team, with PWC in attendance, with the relevant changes being set out below:
 - Risk D (Significant loss of business resulting from change in Health Education England commissioning policy **and from new providers moving into the normal School and University catchment area for health courses**) – the risk definition has been expanded (bold) to recognise the risk associated with new providers entering the market;
 - Risk G (Failure to provide data assurance and adequate and complete operational management information including **appropriate preparations for GDPR 2018**) – the risk definition has been expanded (bold) to include reference to preparations required for the General Data Protection Regulations (GDPR) 2018 and the rating has increased to Medium in this context.
 - Risk N (Failure to ensure that international collaborative partnership arrangements (including international agents) are robust – the current risk rating has been reduced from major to Minor. This reflects the significant amount of work which has been undertaken to introduce stringent controls and due diligence over these activities including the cleansing of 'high' risk collaborative partners and agents;
 - **Risk P (Failure to maintain financial sustainability (through robust management of income and costs bases) resulting in insufficient cash surplus to meet commitments and fulfil ambitions as expressed in Teesside 2020)**. This risk was previously described as 'Failure to reduce staff costs/income ratio over the medium term'. This new definition recognises the wider importance of financial sustainability given the increasing challenging external environment for the HE Sector and now focuses on the need to maintain strong financial sustainability. This includes ensuring financial targets and margins are met by managing both income and cost challenges and ensuring the University can continue to invest in growth and the student experience. The current risk rating has been revised from minor to Medium to reflect both the scope of this wider risk and also the further planned controls to be implemented.
 - Risk S (Failure to deliver the new Estates Strategy, Campus Masterplan 2017-2020 and associated Capital Programme). The Masterplan is now

approved and work is now ongoing to clarify Phase 1 projects, programme and funding. This risk is therefore increased to Medium recognising the new significant delivery phase which the University will soon commence.

3. That additional current mitigating controls and planned mitigating controls have been identified for a number of risks, including:
 - Incorporated into Risk G as a planned improvement to controls, the implementation of the General Data Protection Regulation (GDPR) in May 2018, which will have a significant impact on the University and work is underway to develop a compliance strategy.
4. That School and Departmental management teams have reviewed their Operational Risk Registers, with support from the Head of Business Assurance, as required.
5. That confidence in the mitigating controls for Risks M and U was recently evidenced in light of the recent Cyber Attack, and the way in which the University was actively able to respond.
6. That the University has recently carried out a covert phishing exercise which concluded that staff have a heightened awareness of suspicious emails.
7. That the Annual Planning Cycle for 2017/18 is underway and a number of Schools and Service Departments have taken up the offer of further risk training.
8. That this update was endorsed by the Audit Committee at its meeting of 24 April 2017.

It was **AGREED**:

9. To endorse the Strategic Risk Management Update.

TU 3251 BANK LOANS AND COVENANTS

It was **NOTED**:

[FOI exempt – Prejudicial to Commercial Interests]

TU 3252 PERFORMANCE REPORT

It was **NOTED**:

1. That Members have received an update on the in-year KPI performance as at Period 9 (30 April 2017).
2. That 30 Teesside 2020 KPIs were originally approved by the Board at its meeting in October 2015.
3. That an additional KPI (31) relating to overall League Table Performance and some changes were also approved by the Board at its meeting in September 2016, following the appointment of the new Pro Vice-Chancellors.
4. That monthly updates on in-year KPI performance are reported to UET and USMT via the University Performance report and that, in addition, each School has their own monthly Report with supporting Dashboards in order to monitor progress against their individual School targets.
5. That RAG Ratings are used as follows:
 - Green: 98% and over
 - Amber: 90-97% of target
 - Red: below 90% of target

6. That Performance reviews take place with each of the Schools on the actual status of deliverables against their agreed KPIs to support the achievement of the University's Strategic KPIs.
7. That the Corporate and Professional Services within the Chief Operating Officer portfolio produce monthly detailed performance reports which underpin the Corporate Performance Report.
8. That Action Planning takes place within the Business Planning Process with key objectives linked to the Strategic KPIs to ensure achievement.

It was **AGREED**:

9. That further discussion and analysis on the Performance Report will be facilitated at a future meeting of the Board.

Action: Chief Operating Officer

TU 3253 UNIVERSITY LEAGUE TABLES

It was **NOTED**:

1. That Members have been provided with the most recent and positive performance in the following league table publications:
 - 2018 The Complete University Guide (CUG)
 - The Guardian University Guide
2. That the Vice-Chancellor has highlighted the improvement in league table performance in recent All Staff briefings and has thanked all colleagues for their hard work and professionalism in securing the positive results.
3. That the University continues to review its marketing strategies in order to maintain the positive impact on league tables.

It was **AGREED**:

4. To provide a further report to the Board later in the year upon receipt of results provided by the Times/Sunday Times Good University Guide.

Action: Vice-Chancellor

TU 3254 ACADEMIC BOARD – 11 January 2017

It was **NOTED**:

1. That Members have been provided with the minutes of the Academic Board Meeting held on 11 January 2017.

TU 3255 AUDIT COMMITTEE – 24 April 2017

It was **NOTED**:

1. That the Committee has considered:
 - 1.1 Risk Management Update

- 1.2 HEFCE Annual Provider Review – Preliminary Assessment
- 1.3 Assurance Framework Update
- 1.4 International Compliance
- 1.5 Risk and Internal Control Assurance Update
- 1.6 Internal Audit Reports:
 - Prevent
 - UKVI Appendix D
- 1.7 Monitoring of Internal & External Audit Recommendations
- 1.8 External Audit

TU 3256 STUDENT EXPERIENCE COMMITTEE – 12 May 2017

It was **NOTED**:

1. That the Committee has considered:
 - 1.1 International Student Barometer Results
 - Presentation to be distributed to Board Members
 - 1.2 Digital Transformation Projects
 - 1.3 Learning and Teaching Enhancement Update
 - 1.4 Student Employment Initiatives
 - 1.5 Key National Student Survey areas

Action: University Secretary

TU 3257 RESOURCES COMMITTEE – 12 May 2017

It was **NOTED**:

1. That the Committee has considered:
 - 1.1 Bank Loans and Covenants
 - 1.2 HEFCE Grant Announcement – April 2017
 - 1.3 Revenue Budget Monitoring Update No 3
 - 1.4 Treasury Management Update No 3
 - 1.5 Benchmarking of Key Financial Indicators 2015/16
 - 1.6 LGPS Actuarial Valuation
 - 1.7 Students' Union Finances
 - 1.8 Capital and Estates Programme Monitoring Report No 3

TU 3258 PRO VICE-CHANCELLOR – “UPDATES”

It was **NOTED**:

1. That Members received an update report on the key activities carried out by the portfolio of each Pro Vice-Chancellor:
 - Pro Vice-Chancellor (Teaching & Learning)
 - Pro Vice-Chancellor (Enterprise & Business Engagement)
 - Pro Vice-Chancellor (Research & Innovation)
 - Pro Vice-Chancellor (International)

TU 3259 PRESIDENT'S ITEMS

It was **NOTED**:

1. That the Students' Union has maintained its top position in the top 10% of students' union in the UK.
2. That a number of Awards Dinners have recently been held, including: Societies; Annual Awards Dinner; and the joint STAR Awards/University Dinner.
3. That a new record has been set for student engagement with a total of over 15,000 face-to-face encounters so far this year by Officers.
4. That a hugely successful Puppy Day has recently been held as part of a Mental Health campaign, with over 200 people making donations.
5. That Tees Wear Varsity second year Student Sport Strategy has set a 21st Century record 10 point margin of victory – Teesside 16.5 vs Sunderland 6.5.
6. That the Students' Union continues to play an active role in the National Union of Students' democracy via various events, including the National Conference which, this year, took place in Brighton.
7. That the Students' Union are taking action to ensure that as many students as possible are on 'registered to vote' and have the information required to vote in the forthcoming General Election.
8. That this year's Final Fling will be held on Friday 26 May 2017 with a big stage and an extensive line-up of headline acts.

TU 3260 SCHEDULE OF MEETINGS & EVENTS

It was **NOTED**:

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

Friday 7 July 2017
Friday 22 September 2017
Friday 17 November 2017
Friday 26 January 2018
Friday 23 March 2018
Friday 25 May 2018
Friday 6 July 2018
Friday 28 September
Friday 16 November 2018
Friday 25 January 2019
Friday 29 March 2019
Friday 24 May 2019
2. That, the summer Graduation Ceremonies will take place on Campus from Monday 17 July 2017, to Friday 21 July 2017.