

**TEESSIDE UNIVERSITY
BOARD OF GOVERNORS**

A Meeting of the Board of Governors was held on 29 March 2019.

Present: Mr A MacColl (Chair)
Mr D Benson
Ms A Burns
Mr D Cooley
Dr N Johnson
Ms S Kiddle
Mr D Russell
Mr P Booth OBE
Professor P Croney
Mr J Hogg
Professor P Jones
Mr A Richardson
Ms C Vaughan

Apologies: Dr J Atkinson
Mr C J Fleetwood
Ms S McArdle
Mr T Platt
Professor J Turner
Mr G Worsdale OBE
Mr J Cross
Mrs M Grieves
Mrs H Page
Mr S Tonks
Mr I Wardle

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

In

Attendance: Ms J Heaton-Marriott (for TU 3513)

The Chair welcomed, recently appointed Board Member, Dr Nick Johnson, to his first meeting of the Board

TU 3498 DECLARATIONS OF INTEREST

It was **NOTED:**

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

TU 3499 VICE-CHANCELLOR'S REPORT

It was **NOTED:**

1. That updates relating to the previous report of 1 February include:
[FOI Exempt - Prejudicial to Commercial Interests]

TU 3500 MINUTES

It was **AGREED:**

1. To approve, as an accurate record, the minutes of the meeting held on 1 February 2019.

TU 3501 MEMBERSHIP

It was **NOTED:**

1. That Membership of the Board was discussed at a meeting of the Nomination and Governance Committee held on 29th March 2019.
2. That, following consultation amongst Members by the Commissioner, there is overwhelming support to reappoint Mr A MacColl as Chair, and Mr P Booth OBE as Deputy Chair, for a further three-year term of office with effect from November 2019.
3. That Dr J Atkinson and Mr J Hogg have confirmed that they will not be seeking re-appointment from November 2019 and that the Committee will be considering any vacancies as a result.
4. That the Commissioner will continue to consult with other Members whose current three-year term of office is due to expire in November 2019 regarding commitment to a further term.
5. That, with effect from August 2019, post-92 institutions obtain further autonomy over their governing documents and are able to review their Instrument and Articles of Government, allowing greater flexibility for the Board to determine its size and composition. The University Secretary is part of a sector working group on this matter and revise instrument and articles as appropriate will be presented for consideration in due course.
6. That, following the conclusion of Mr J Hogg's term of office, a new Chair of the People and Organisational Committee will be appointed.
7. That the Chair will continue informal discussions with potential future Board Members for succession-planning and report back to the Board in due course.
8. That the University will explore the option of occasional remote conferencing to allow absent members to participate in committee meetings.

It was **AGREED**:

9. To reappoint Mr A MacColl as Chair, and Mr P Booth OBE as Deputy Chair for a further three-year term of office with effect from November 2019.
10. To appoint Ms S Kiddle as the Chair of the People and Organisational Development Committee with effect from November 2019.

TU 3502 LEARNING & TEACHING STRATEGY 2025

It was **NOTED**:

1. That Members have received a presentation from the Pro-Vice-Chancellor (Learning & Teaching) relating to the Learning & Teaching Strategy 2025 – highlights of which include:

[FOI exempt – Prejudicial to Commercial Interests],

TU 3503 CORPORATE PERFORMANCE REPORT 2018-19 – PERIOD 7

It was **NOTED**:

1. That Members have been provided with the Period 7 Corporate Performance Report for 2018/19 and the Chief Operating Officer drew attention to the key highlights in the report.
2. That the Report covers the period 1 August 2018 to 28 February 2019, and is progressing well.
3. That, due to timings on the publication of metrics, the report period was an update to the report considered at Resources Committee (P6).

TU 3504 STUDENT RECRUITMENT

It was **NOTED**:

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

TU 3505 REVENUE BUDGET MONITORING 2018-19 – UPDATE NO 3

It was **NOTED**:

1. That the financial forecasts (2018-2023) were approved by the Board of Governors at its meeting in July 2018.
2. That this report updates the 2018/2019 estimates to reflect the latest 2018 student recruitment cycle and its impact on tuition fees and other significant financial variations.
3. That Members have been provided with a revised Income and Expenditure account and analysis of income.

TU 3506 CAPITAL and ESTATES PROGRAMME 2018/19 – UPDATE NO 3

It was **NOTED**:

1. That the Capital Budget 2018/19 and Estates Programme 2018-23 were approved at the meeting of the Board in July 2018, with progress continuing to be positive.
2. That, at the meeting of the Board in July 2018, the Board endorsed the University Student Residential Accommodation Strategy with four potential key development projects (TU 3420 refers):

Cornell Site on Woodlands Road
Woodlands Development
Gresham Student Village
Dunning Road
3. That, progress continues on developing each of these projects, with the Board agreeing, at its meeting in November 2018, to a proposal to accelerate development of the Cornell site to ensure University new bed targets of 300 additional ensuite bedrooms by September 2020.
(TU 3461 refers)
4. That a budget estimate of **[FOI exempt – Prejudicial to Commercial Interests]**, was initially identified for the Cornell development and, following additional requests from the student body, and the tender bid recently submitted by Wates Construction, the capital expenditure budget requiring approval has increased to **[FOI exempt – Prejudicial to Commercial Interests]**,
5. That Members have been provided with a full business case relating to the Cornell development, in order to enable construction to commence in April 2019.
6. That Members have been provided with a full business case relating to an opportunity for the potential strategic acquisition of a site, adjacent to Central Halls on Dunning Road, and included within the Campus Masterplan.
7. That following approval by the Chairman of the Board, and the Chair of the Resources Committee, a formal bid of **[FOI exempt – Prejudicial to Commercial Interests]**, was submitted in an attempt to secure the Dunning Road site and an update will be provided in due course on whether that bid is successful.
8. That approval of the Capital Equipment Budget in July will necessitate a high concentration of IT related work during summer 2019 which significantly stretches resources and, therefore, in order to mitigate this and the forecasted impact of price rises as a result of BREXIT, it is proposed to bring forward **[FOI exempt – Prejudicial to Commercial Interests]**, of IT capital allocation and **[FOI exempt – Prejudicial to Commercial Interests]**, of IT revenue into the 2018-19 plan from 2019-20.

It was **AGREED:**

9. To approve the capital investment business case and construction costs **[FOI Exempt - Prejudicial to Commercial Interests]** for the new Cornell development of student residential accommodation on Woodlands Road.
10. To appoint Wates Construction under the Scape Venture Framework to construct the new Cornell development of student residential accommodation on Woodlands Road (Agenda 5.3.1).
11. To approve the acquisition of the Dunning Road site for the price of **[FOI Exempt - Prejudicial to Commercial Interests]** (excluding professional fees, tax etc) subject to acceptance of bid and subject to contract.
12. **[FOI exempt – Prejudicial to Commercial Interests],)**
13. **[FOI exempt – Prejudicial to Commercial Interests],**

TU 3507 STRATEGIC RISK MANAGEMENT – UPDATE NO 3

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 25 February 2019.
2. That there are no changes to the current risk ratings from the November 2018 Risk Register.
3. That Schools and Service Departments have reviewed their operational risk registers.

TU 3508 SCHEME OF DELEGATION

It was **NOTED**:

1. That, following annual review, Members have received a revised Scheme of Delegation for approval which has been considered and endorsed by the Audit Committee (25th February 2019), and the Resources Committee (18th March 2019).
2. That the Scheme of Delegation records the authority, within the University, for significant decisions being made in the name of, or on behalf of, Teesside University which should be read in conjunction with the University's Articles of Government, Financial Regulations, and Contract Standing Orders.

It was **AGREED**:

3. To approve the revised Scheme of Delegation.
4. To give authority for any minor amendments or housekeeping updates required, prior to annual review, to be made by the Chief Operating Officer in consultation with the Chairs of Audit and Resources Committees.

TU 3509 FINANCIAL REGULATIONS

It was **NOTED**:

1. That, following annual review, Members have received a revised Financial Regulations for approval which has been considered and endorsed by the Audit Committee (25th February 2019), and the Resources Committee (18th March 2019).
2. That the Financial Regulations form part of the University's overall system of financial and internal control measure and translates into practical guidance, the University's policies relating to financial control.

It was **AGREED**:

3. To approve the revised Financial Regulations for 2019.
4. To approve authority for any minor amendments or housekeeping updates required, prior to the annual review, to be made by the Chief Operating Officer in consultation with the Chairs of Audit and Resources Committees.

TU 3510 POLICY FOR THE FORMATION, ACQUISITION, DISSOLUTION AND GOVERNANCE OF WHOLLY OWNED SUBSIDIARIES

It was **NOTED**:

1. That Members have received a proposed Policy for University wholly owned Subsidiary companies for approval.
2. That the draft Policy has been endorsed by the Resources Committee at its meeting held on 18 March 2019.

It was **AGREED**:

3. To approve the Policy for immediate implementation.

TU 3511 CONTRACT AWARD APPROVAL: ESTATES MEASURED TERM CONTRACTS

It was **NOTED**:

1. That, a Measured Term Contract was proposed for campus maintenance suppliers that will allow future maintenance works to be carried out on a 'call-off' basis from the framework rather than by individual tendering.
2. That, where works are of significant value, bids will be invited via mini competition to the relevant suppliers and will be instructed by Purchase Orders and a Schedule of Rates.
3. That the projected Annual Value is estimated at **[FOI exempt – Prejudicial to Commercial Interests]**, with the total estimated contract value being **[FOI exempt – Prejudicial to Commercial Interests]**, over a potential 6 year period.

It was **AGREED**:

4. To approve the Measured Term Contract Award to the suppliers identified on each of the 11 Lots as set out in the Contract Award Approval document.

TU 3512 HEALTH, SAFETY & WELLBEING REPORT – August 2018 – October 2018

It was **NOTED**:

1. That Members have been provided with an update on the University's accident and sickness absence statistics for the period August 2018 - October 2018 highlighting any points of note, including, for sickness absence, the comparisons with the previous quarter in 2018 and the equivalent quarter in 2017, as well as providing information relating to the number of occupational health referrals during the same period and the developments undertaken across the Health and Safety function.

TU 3513 CORPORATE SOCIAL RESPONSIBILITY

It was **NOTED**:

1. That Members welcomed a positive presentation from the Director of Corporate Communications and Public Relations relating to Corporate Social Responsibility (CSR).
2. That Teesside University is committed to the economic, social and cultural success of the communities it serves.
3. That the CSR Framework focuses on:
 - Community cohesion
 - Civic Engagement
 - Cultural Impact
4. That the current approach to CSR is ambitious, impactful, drives positive engagement and is embedded across the University
5. That, following internal communications and promotion of all planned activities, an Action Plan will be created to fit across all Pro Vice-Chancellor portfolios.

It was **AGREED**:

6. To endorse the approach outlined in the presentation.

TU 3514 TEACHING EXCELLENCE FRAMEWORK (TEF) REVIEW SUBMISSION

It was **NOTED**:

1. That Members have been provided with the University's response to the recent TEF review consultation presenting its views and experience of provider and subject-level TEF to date, whilst also offering alternative suggestions for consideration during the review.

TU 3515 NATIONAL PAY NEGOTIATIONS – UPDATE

It was **NOTED**:

1. That national negotiations are still at a very early stage and that Members will be kept up-to-date on the progress of these negotiations.

TU 3516 TUITION FEES AND SCHOLARSHIPS

It was **NOTED**:

1. That Members have been provided with the University's Tuition Fees and Scholarships Report for 2019/20, and that it is used as a reference for all fees and scholarships within the academic year as well as being used to review the accuracy of content on the website.

TU 3517 ACADEMIC BOARD – 9 January 2019

It was **NOTED**:

1. That Members have been provided with the Minutes of the Meeting of the Academic Board held on 9 January 2019.

TU 3518 AUDIT COMMITTEE – 25 February 2019

It was **NOTED**:

1. That the Committee considered:
 - 1.1 Financial Regulations – Annual Review
 - 1.2 Scheme of Delegation – Annual Review
 - 1.3 Risk Management Update No 3
 - 1.4 VfM Strategy and VfM Mid-year Update
 - 1.5 HMRC – Check of Employer Records
 - 1.6 Risk D – Failure to maintain financial resilience, sustainability and investment capability in the context of cost base pressures and income growth challenges
 - 1.7 Assurance Framework Update No 3
 - 1.8 Risk and Control Assurance Update No 3
 - 1.9 Internal Audit 2018/19:
 - Data Returns
 - Schools Academic Health Check (Data)
 - Cyber Security
 - 1.10 Information Governance Update No 3
 - 1.11 Monitoring of Internal & External Audit Recommendations
 - 1.12 Prevent Update No 3
 - 1.13 International Compliance Update No 3
 - 1.14 Appointment of External Auditors (Extension of Contract)

TU 3519 RESOURCES COMMITTEE – 18 March 2019

It was **NOTED**:

1. That the Committee considered:
 - 1.1 Revenue Budget Monitoring Report 2018/19 Update No 3
 - 1.2 Treasury Management 2018/19 Update No 3
 - 1.3 Corporate Performance Report – Period 6 - 2018/19
 - 1.4 Tuition Fees and Scholarships 2019/20
 - 1.5 Financial Sustainability Group Report
 - 1.6 Financial Regulations – Annual Review
 - 1.7 OfS Strategic Guidance and Teaching Funding 2019
 - 1.8 Scheme of Delegation
 - 1.9 Policy for the Formation, Acquisition, Dissolution and Governance of Wholly-owned Subsidiaries and Joint Ventures
 - 1.10 Capital and Estates Programme Monitoring Update No 3 – 2018/19
 - 1.11 Students' Union 2018/19 Update No 3

TU 3520 PRO VICE-CHANCELLOR PORTFOLIO UPDATES

It was **NOTED**:

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

[FOI exempt – Prejudicial to Commercial Interests],

TU 3521 STUDENT'S UNION UPDATE

It was **NOTED**:

1. That Members have been provided with a summary of SU events held during Semester One, highlights of which include:
 - Student Representation and SU on Tour
 - 7,099 face to face contacts up to 31 January 2019
 - Engagement with circa 200 students re services in Student Life Building
 - Clubs and Societies
 - Growth in membership
 - Football and Rugby: successes in leagues and cup competitions
 - Record numbers attending Societies and Learning Communities
 - Annual Awards Dinner
 - Varsity Tournament: 20 March 2019
 - Student Support
 - 60% increase in number of students
 - Award of AQS (Advice Quality Standard) Accreditation
 - Students' Union Elections - Results
 - President Education – Alan Lofthouse
 - President Activities – George Reeves
 - President Welfare – Sophie Bennett
 - International Recognition and Awards
 - No 1 in the UK for Students' Union, Clubs and Societies
 - Best Bar None – Gold
 - AQS – no recommended improvements
 - SU Strategic Plan
 - Continuing progression
 - Strategic review underway leading to 2020-2025 Strategic Plan
 - Student Opinion Counts (SOC) Survey underway
2. That Members have recorded their thanks for the excellent contribution to the Board, by Mr Tom Platt, President Education, who has recently resigned from his position with the Students' Union.

TU 3522 SCHEDULE OF MEETINGS AND EVENTS

It was **NOTED**:

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

Friday 24 May 2019
Friday 12 July 2019
Friday 27 September 2019
Friday 22 November 2019
Friday 31 January 2020

2. That the Summer Graduation Ceremonies for 2019 will take place on Campus, from Monday 15 July 2019 to Friday 19 July 2019.