

Board of Governors

TIME /DATE / VENUE	1100, 6 July 2022, St Andrew's Court Board Room
PRESENT	Jenny Crighton (Chair) Bahram Bekhradnia (videoconference) Claudia Iton Liz Jolly Dom Owen Vineet Khurana (videoconference) (to Minute 85) David Madoc-Jones Frances Morris-Jones Dylan Powell Dr Jenny Walden Becky Miles David Willan
IN ATTENDANCE	Chris Chang, Deputy Vice-Chancellor (Global Engagement and Education Partnerships) Professor Paul Hayes, Senior Deputy Vice-Chancellor Emma Woollard, Executive Director of Finance Professor Jeremy Howells, Interim Pro Vice-Chancellor (Research, Innovation and External Relations) Bernie Topham, Chief Operating Officer and Deputy Vice-Chancellor Fiona Hnatow, Chief People Officer Claire Dunning, University Solicitor (Minutes 81 and 85) Fiona Bell, Director of Estates and Campus Services (Minute 82) Yvonne Howard, Interim Director for Race and Equality (Minute 83) Dr Guy Hembury, Deputy Director (Commercialisation & External Partnerships), Research and Innovation Services (Minute 85) Kate Smith, Companies Accountant (Minute 85) Professor Gordon Blunn, Theme Director of Health and Wellbeing (Minute 85) Dr Dean Machin, Head of Policy (Minute 91)
SECRETARIAT	Adrian Parry, Executive Director of Corporate Governance Annette Mills, Head of Governance Services Jacqui Bryden, Senior Governance Officer

Some agenda items were taken out of order to facilitate the availability of members and guests.

Prior to the formal session, the Board participated in a horizon-scanning session facilitated by Professor Jeremy Howells, Interim Pro Vice-Chancellor (Research, Innovation and External Relations) and Professor Andy Thorpe, Associate Dean (Research), Faculty of Business and Law.

101. Introductions, Apologies, Quoracy and Conflicts of Interest

- i. Apologies were received from External Governors, Roger Burke-Hamilton, David Wilding and Christopher Williams; Academic Council Staff Governor, Dr Catherine Carroll-Meehan whose job share partner Dr Jenny Walden attended; Academic Staff Governor, Professor David Sanders; and Vice-Chancellor, Professor Graham Galbraith.
- ii. The Chair welcomed to their first Board meeting, Student Governor, Dom Owen and Fiona Hnatow, Chief People Officer.
- iii. The Board extended their congratulations to Dr Catherine Carroll-Meehan in absentia on her recent promotion to Reader in Education.
- iv. The Executive Director of Corporate Governance confirmed that the meeting was quorate and could proceed to business.
- v. The following standing declaration of interest was noted:
 - a) David Willan had been a Director of Portsmouth Football Club until August 2017 and was now a President of its Heritage and Advisory Board.

102. Minutes of the Previous Meeting

The minutes of the meeting held on 31 March 2022 were confirmed as an accurate record.

103. Matters Actioned and Matters Arising

- i. Action was reported on eight matters; three were for note, three items would be received at a future meeting and two items would be received later in the meeting. There were no other matters arising.
- ii. Confidential item

104. Board Membership and Committee Matters – confidential

105. Budget for 2022/23 – confidential

106. London Campus Update – confidential

107. Update on Ravelin Sports Centre and Victoria Park Projects – confidential

108. Race, Equality, Diversity and Inclusion Update

Yvonne Howard, Interim Director for Race and Equality provided the annual EDI Student and Staff Data Reports for 2020/2021 for review. The reports had been previously presented to the People, Culture and Engagement Committee on 22 June 2022.

108.1. Key points noted in the presentation of the reports were:

Staff Data Report

- i. The information provided in the report had been improved to include data from the Staff Culture Survey to provide broader context. The report aligned information to stages of the employee lifecycle to provide structure and clarity.
- ii. The reports provided data which would enable key performance indicators (KPI) to be set in alignment with the new People Strategy.
- iii. There had been an increase in staff recruitment to academic and research roles from the BAME community, but a smaller increase in recruitment to roles in professional services. It would be important to attract more applicants from the local BAME community to roles in professional services.
- iv. From the data, there were three key areas that required the University to improve how staff viewed its actions to address: recruitment; the effective management of bullying, harassment and race related incidents; and the effective management of other forms of harassment, including sexual harassment.

Student Data Report

- v. The report indicated that there had been an increase in the number of disabled students and it was important to be able to meet their needs.
- vi. An analysis of those accessing wellbeing services indicated that more female than male students tended to access them. A further analysis would be made to see if there was a correlation between those who accessed the wellbeing services and the awarding gap. Although the ethnicity 'good degree' awarding gap had reduced from 16% to just below 10%, the biggest gap remained among Black males who were less engaged with wellbeing and support services.
- vii. Student recruitment would be addressed in the EDI Action Plan to ensure that appropriate goals and targets were identified, particularly for disabled and international students to ensure that they felt a greater sense of belonging to the University.

108.2. In discussion, the Board noted that:

- i. The reports provided a very rich picture of data which would be used to underpin and develop a strategy to address the issues identified, including the gender pay gap.
- ii. Individual faculties and departments had different staff and student demographic profiles and would develop and engage with their own action plans and KPIs to drive change from the ground level. It was important to address issues at a local level to encourage increased ownership and engagement.
- iii. Further analysis would be made to assess the implications of the statistics for disability and LGBTQI+ and the University would seek to engage more with local community groups that represented their interests.
- iv. It was important for the Board to receive regular progress updates of the actions undertaken to address the issues raised in the survey. These reports should also include KPIs and a narrative to articulate the challenges involved.

108.3. The Board noted the update and the improvement in reporting that had made in the last year.

109. NSS Results/ Graduate Outcomes

Professor Paul Hayes, Senior Deputy Vice-Chancellor provided an oral update that provided a preliminary assessment of the National Student Survey (NSS) 2022 results, which had been published earlier in the day. The report also provided an overview of the results of the Graduate Outcomes (GO) Survey.

109.1. Key points noted in the presentation of the report were:

National Student Survey

- i. There had been a 71.5% response rate from the University's students and overall satisfaction had increased to 78.3% from 71% when compared with the previous year, an improvement of more than 7%. The sector average was 76% for student satisfaction and the University had exceeded this average.
- ii. The University was now placed in the top 40 nationally for student satisfaction.
- iii. There had been increases in every category of the Survey. A complete analysis of the outcome report would be prepared by subject level.
- iv. Twelve subject areas achieved satisfaction rates of 90% and above and two were below 50% satisfaction.
- v. Student free-text comments within the Survey referred to the pandemic and to the cyber-attack, which indicated that the impact of these issues was still of concern to students.

Graduate Outcomes Survey

- vi. The Graduate Outcomes (GO) Survey for 2019/2020 indicated significant improvements. Work and study outcomes for Home full time undergraduate students had increased from 89.9% to 94%. Outcomes in each category had improved by 3% to 5% and overall outcomes had increased by 4.6% against last year.
- vii. The University had increased its overall ranking from 107 to 41 out of the 121 institutions included in the survey. The increased proportion of graduates in roles categorised as highly skilled employment had improved the University's ranking from 79 to 61 out of 121 institutions.
- viii. The Guardian would publish its league table on 10 September 2022 and it was hoped that the University's improved performance in both the NSS and GO would lead to improvements in league table position.

109.2 The Board noted the update report.

110. Creation of Biological Sciences Joint Venture – confidential

111. Appointment of External Auditors

Emma Woollard, Executive Director of Finance provided a report that made a formal recommendation to the Board of Governors to appoint the University's External Auditors

for the year ended 31 July 2022, including the University's UK based subsidiary companies.

The Board approved the appointment of KPMG LLP as External Auditors for the audit work relating to the financial statements for the year ended 31 July 2022.

112. Academic Council TOR Update

Adrian Parry, Executive Director of Corporate Governance provided an update to the Academic Council Constitution, Membership and Terms of Reference to reflect the recent changes to membership.

112.1. It was noted in discussion that the names of the student representatives on the Academic Council were incorrect and required updating. It was agreed that the Executive Director of Corporate Governance should receive delegated authority to resolve this matter.

Action: Executive Director of Corporate Governance

112.2. The Board noted the changes to membership and approved the Academic Council Constitution, Membership and Terms of Reference subject to their amendment to include the correct names of student representatives.

113. Corporate Risk Register

Adrian Parry, Executive Director of Corporate Governance provided the latest iteration of the Corporate Risk Register, which was aligned with the 12 central themes of the University Strategy. Detailed or technical comments on the register were invited via correspondence.

113.1 It was noted in discussion that the recruitment of international students should be monitored closely to ensure that all had the potential to perform well in relation to the Graduate Hallmarks.

113.2 The Board noted the update.

114. Optometry and other update - confidential

115. Report from the Chair

The Chair had no matters to report to the Board that were not otherwise addressed elsewhere on the agenda for the meeting.

116. Report from the Vice-Chancellor

Dr Dean Machin, Head of Policy provided a review of the letter from the Universities Minister regarding freedom of speech that had been received on 27 June 2022 and the response provided by Universities UK (UUK) on 28 June 2022.

116.1. The following key points from the review were noted:

- i. The letter appeared to place pressure on universities to act in a certain way, particularly with regard to participation in Advance HE's Race Equality Charter.

- ii. The response from UUK had been suitably robust in its content. The Vice-Chancellor had contributed to media articles on this matter and the Board might also wish to make a response to the letter.

116.2. In discussion, it was noted that:

- iii. The Office for Students (OfS) had commenced the recruitment process for the new role of Director for Freedom of Speech and Academic Freedom.
- iv. There was no specific evidence to indicate that freedom of speech was adversely affected by membership and participation in external assurance and benchmarking diversity schemes, such as Advance HE's Race Equality Charter.
- v. A response from the Board would affirm the University's commitment to addressing equality, diversity and inclusion issues positively and provide confidence for students and staff that such matters were a key priority. There had been significant gains made to address EDI in the past year and it was important that these were not undermined by external interventions of this nature.

116.3. Following discussion, the Board agreed that a letter would be sent to the Universities Minister in response to request evidence to demonstrate that there was a specific link between freedom of speech and academic freedom and participation in external assurance and benchmarking diversity schemes.

Action: Strategic Policy Adviser

117. Remuneration Committees Chair's Report

The Board received and noted a report from the Chair of the Senior Postholders' Remuneration Committee on the meeting held on 11 May 2022 and accepted the work of the Committee as reported.

118. Nominations Committee Chair's Report

The Board received and noted a report from the Chair of the Committee on the meeting held on 7 June 2022 and accepted the work of the Committees as reported.

119. Audit and Quality Committee Chair's Report

The Board received and noted a report from the Chair of the Committee on the meeting held on 19 May 2022 and accepted the work of the Committees as reported.

120. Infrastructure and Finance Committee Chair's Report

The Board received and noted a report from the Chair of the Committee on the meeting held on 23 June 2022 and accepted the work of the Committee as reported.

121. University Management Accounts and Subsidiary Company Management Accounts – confidential item

122. People, Culture and Engagement Committee Chair's Report

The Board received and noted a report from the Chair of the Committee on the meeting held on 22 June 2022 and accepted the work of the Committees as reported.

123. Academic Council Chair's Report

The Board received and noted a report from the Academic Council on the meeting held on 22 March 2022.

124. Academic Council Minutes

It was noted that the draft minutes of the Academic Council meeting of 22 March 2022 had been circulated on 5 May 2022.

125. UPSU Review of 2021/2022

The Board received and noted a report of the achievements of the University of Portsmouth Student's Union (UPSU) Elected Officers during 2021/2022.

126. Prevent Duty

The Board noted a report from the Executive Director of Corporate Governance on the progress of the University's delivery of the Prevent Duty. It was noted that the new Protect Duty might impose a legislative requirement upon HEIs to ensure the security of venues and spaces used to host events against the potential threat of terrorist attacks.

127. Confirmed Meeting Dates for 2022/2023

The dates for the Board meetings in 2022/2023 were noted:

- Wednesday 23 November 2022 from 1130 to 1630
- Tuesday 31 January 2023 from 1130 to 1630
- Thursday 30 March 2023 from 1130 to 1630
- Wednesday 5 July 2023 from 1130 to 1630

128. Date of Next Meeting

The next meeting of the Board of Governors would take place on Wednesday 12 October 2022 from 1130 to 1630.

The Board Strategy Day would be held on Monday 26 September 2022 from 0900 to 1700.

129. Record of Thanks

It was noted that the following governors would retire from the Board on 31 July 2022 and thanks were recorded for their significant contribution and commitment:



a) **Dylan Powell**

Dylan had been a student governor since September 2021 and a member of the Audit and Quality Committee. He was due to graduate in 2022.

b) **Dr Jenny Walden**

Jenny had been the Academic Council Appointed Staff Governor since August 2016 and served two terms on the Board with the second term as a job share. She was also a member of the Infrastructure and Finance Committee.

c) **Professor David Sanders** (*in absentia*)

David had served as the Elected Academic Staff Governor since August 2018 and a member of the People, Culture and Engagement (formerly HR) Committee.

The Board thanked them for their contribution to its work and to the success of the University and wished them well in their future endeavours.