

Board of Governors

TIME /DATE / VENUE	1000, 30 March 2023, St Andrew's Court Board Room
PRESENT	<p>David Willan (Chair)</p> <p>Professor Graham Galbraith</p> <p>Claudia Iton</p> <p>Liz Jolly (by videoconference)</p> <p>Christopher Williams (to Minute 86)</p> <p>Dominic Owen</p> <p>David Madoc-Jones</p> <p>Frances Morris-Jones</p> <p>Madeline Denmead</p> <p>Professor Richard Thelwell</p> <p>Aleksandra Siedlecka</p> <p>Dr Adrian Hull</p> <p>Penny Emerit</p> <p>Professor Sandy Pepper</p> <p>Becky Miles</p> <p>Roger Burke-Hamilton (from Minute 78)</p>
IN ATTENDANCE	<p>Chris Chang, Deputy Vice-Chancellor (Global Engagement and Education Partnerships)</p> <p>Professor Paul Hayes, Senior Deputy Vice-Chancellor</p> <p>Bernie Topham, Chief Operating Officer and Deputy Vice-Chancellor</p> <p>Emma Woollard, Executive Director of Finance</p> <p>Professor Jeremy Howells, Interim Pro Vice-Chancellor (Research, Innovation and External Relations)</p> <p>Fiona Hnatow, Chief People Officer (to Minute 83)</p> <p>Tahir Ahmed, Director of Estates and Campus Services (Minutes 80 to 83 only)</p> <p>Professor Sherria Hoskins, Executive Dean of the Faculty of Science (Minute 84 only)</p> <p>Professor John Cookson, Dean of Medical School Development (Minute 84 only)</p> <p>Amanda Ashworth, Project Accountant (Minute 84 only) (by videoconference)</p> <p>Martin Perrin, Head of Strategic Programmes (Minute 85 only)</p> <p>Bobby Mehta, Associate PVC Global Engagement (Minute 86 only)</p> <p>Kate Smith, Companies Accountant (Minute 87 only)</p>
SECRETARIAT	<p>Claire Dunning, Executive Director of Corporate Governance</p> <p>Annette Mills, Head of Corporate Governance</p> <p>Jacqui Bryden, Senior Governance Officer</p>

Prior to the formal session, the Board participated in a strategic horizon-scanning session facilitated by Tahir Ahmed, Director of Estates and Campus Services and Bernie Topham, Chief Operating Officer and Deputy Vice-Chancellor on the Accelerated Estates Masterplan.

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

75. Introductions, Apologies, Quoracy and Conflicts of Interest

- i. Apologies were received from External Governors, David Wilding, Bahram Bekhradnia and Vineet Khurana and Fiona Loughran, Director of Planning for Minute 85 only.
- ii. The Executive Director of Corporate Governance confirmed that the meeting was quorate and could proceed to business.
- iii. The following declarations of interest were 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.
 - b) Penny Emerit noted the interest of the Portsmouth Hospitals University NHS Trust in the Medical School. Roger Burke-Hamilton and Professor Graham Galbraith noted membership of the Trust.

76. Minutes of the Previous Meeting

The minutes of the meeting held on 31 January 2023 were confirmed as an accurate record.

77. Matters Actioned and Matters Arising

Action was reported on seven matters; five were for note, one for report and one to be received later in the agenda. There were no other matters arising.

78. Constitutional and Membership Matters – confidential

79. Appointment of Provost and Deputy Vice-Chancellor (Education)

The Vice-Chancellor and Fiona Hnatow, Chief People Officer, provided a report on the newly created senior posts of Provost and Deputy Vice-Chancellor (Education) following the announcement of the retirement of the Senior Deputy Vice-Chancellor.

79.1 Key points noted were:

- i. The structure of the senior executive had been discussed at the Remuneration Committee for recommendation to the Board.
- ii. Board members would participate in the recruitment of the two new posts and the recruitment process was in development.
- iii. The recruitment agency would commence the search in April 2023 for selection in July 2023.

79.2 The Board agreed that Chief People Officer and the Vice-Chancellor should receive delegated authority to appoint the Provost and the Deputy Vice-Chancellor (Education) following a recruitment and selection process which would include appropriate governor representation.

Action: Chief People Officer

80. Victoria Park Procurement – confidential

81. Estates Masterplan - confidential

82. Student Accommodation Rent Inflation 23/24 - confidential

83. Langstone Student Accommodation Regeneration - confidential

84. Medical School - confidential

85. Strategy Implementation

Martin Perrin, Head of Strategic Programmes provided a report on the progress of the implementation of the University Strategy.

85.1 Key points noted were:

- i. The approach to the delivery of the University Strategy had been updated which negated the need for strategic delivery groups and embedded strategic delivery through existing organisational structures.
- ii. Financial and strategic plans were currently in development and the revised approach facilitated an understanding of the priorities of other teams.
- iii. Risk would be managed holistically and the monitoring of risks categories delegated to relevant committees.
- iv. The integrated planning dashboard would provide performance data to provide assurance of progress. Indicators would be managed proactively and this approach aligned to the University reset.
- v. The approach provided a hierarchy of strategy delivery aligned with the University values and model behaviours. An engagement plan and communication narrative would be developed to support and embed the approach.

85.2 In discussion, the Board noted the following:

- i. Key performance indicators would be implemented by the start of the 2023/2024 academic year.

Action: Head of Strategic Programmes

- ii. It was important to monitor progress to identify the direction of travel and provide linkage with the plans for continuous improvement.
- iii. The faculties were prioritised in the financial planning process for professional services to respond and align plans to business need.
- iv. The committee structure and its role in risk management was important.
- v. The performance development review process ensured that individuals understood their role in strategy delivery. Management assessment of individual performance would be developed as part of the People Strategy.

85.3 Following discussion, the Board noted:

- i. The retention of the Strategic Imperatives through to 2025.
- ii. That strategies for Education, Research & Innovation, Global and People had been created.
- iii. The management of strategic and financial planning that included operationalisation of the risk management policy.
- iv. The creation of an assurance process that included the utilisation of committees to support performance and risk monitoring.
- v. The approach to engagement and communication focused on the University's vision, mission and values.

86. Global Success – What, How and What Next?

Bobby Mehta, Associate PVC Global Engagement provided a report about the impact on the University to meet the objectives set out in the Global Engagement Strategy.

86.1 Key points noted were:

- i. The aim of the Global Engagement Strategy was to diversify student recruitment and grow the number of postgraduate students.
- ii. Over the last six years, the University had shifted from a reliance on recruitment from China to recruitment from across South East Asia, Africa and Qatar. The expansion had been achieved by an increased presence in-country, the use of agencies as well as the targeted use of social media channels.
- iii. The University had 193 student recruitment partnerships in 45 countries and had developed far-reaching networks. There were 67,000 applications for 2022/2023 and applications year to date were up by 10,000 from the same time last year.
- iv. The increase in admissions had generated new challenges. It was important to manage the turnaround time of the applications, which currently averaged 5 days.
- v. The Global Office assisted students by providing support with their visa applications. On arrival, students were provided with a comprehensive welcome package. Events such as Global Week were very successful and the University maintained strong links across the city and within local communities to develop services and provide support.

86.2 In discussion, the Board noted the following:

- i. The student recruitment agencies comprised a mixture of both well established companies and small, focused teams. The use of in-country and local agencies was very important and their performance would be reviewed at the end of the academic year to ensure compliance and market agility.
- ii. Managing expectations through clear entry requirements and engagement were important to maintain good continuation rates. Continuation rates were closely monitored and reviewed to be able to address concerns quickly.
- iii. It was important to engage with the local community to support the integration of

international students into the community.

- iv. The decline in the China recruitment market was largely due to the pandemic and the University's place in the league table. The United Kingdom had a difficult relationship with China politically that did not directly affect recruitment. It was important to ensure a diversified global recruitment market.

86.3 Following discussion, the Board noted the report and thanked the Global Engagement team on their work in recruiting international students.

87. Share Capital Investment: UoP Academic Services Limited – confidential.

88. Harassment and Sexual Misconduct: The Seven OfS Expectations

Chris Chang, Deputy Vice-Chancellor (Global Engagement and Student Life) provided a report on the progress of the work undertaken to ensure compliance with the seven expectations to prevent and tackle harassment and sexual misconduct.

88.1 Key points noted were:

- i. A Student Services Steering Group had been established to oversee all student support matters as part of the review of the student support services. The review would be completed by September 2023.
- ii. It was important to have a proactive approach to managing the risk of harassment and sexual misconduct.
- iii. The aim of the recent Dignity and Respect campaign was to provide clarity on acceptable and unacceptable conduct. UPSU supported this and other campaigns and would provide feedback and a means to improve data capture.
- iv. The University would continue to work with the City Council on the Safer Streets initiative.

88.2 In discussion, the Board noted the following:

- i. Both staff and student stakeholders across the University would be consulted on the project to amalgamate all student services and would include the appropriate organisational structure for the University to provide student support.
- ii. The use of the suggested stock images in campaigns could reinforce stereotypes and should be considered carefully. Role play and animation could be used to provide reflection and clarity.
- iii. The OfS consultation on the proposed condition of registration closed on 4 May 2023 and it was important to be prepared to implement the steps required to meet the condition.

Action: Deputy Vice-Chancellor (Global Engagement and Student Life)

88.3 Following discussion, the Board noted the progress made to prevent and respond to incidents of harassment and sexual misconduct.

89. Corporate Risk Register

Claire Dunning, Executive Director of Corporate Governance provided a report on the Corporate

Risk Register and the development of the new approach.

89.1 Key points noted were:

- i. The paper described the University's risk appetite and categorisation and had been discussed at Audit and Quality Committee. The Committee had suggested that a narrative be included to indicate how the category and risk appetite had been assigned.
- ii. Risk categorisation was important to ensure that risks are being considered in the relevant groups.
- iii. Project and subject specialist risks sat slightly outside of the operational and corporate risk registers and would need to be specifically considered as part of the overall risk management process.
- iv. The format of the corporate risk register would be reviewed in the longer term to ensure that it was more user-friendly and aligned more effectively with the corporate risk register and the University's risk appetite document.
- v. The operational risk register was a key element of this year's strategic and financial planning process.

89.2 In discussion, the Board noted the following:

- i. Mapping risk appetite directly to strategy was complex but it was important to identify risk categories which could then be considered in light of strategic themes.
- ii. The format of the corporate risk register might be more engaging as a database and it would be helpful to include the narrative for the risk appetite.

89.3 Following discussion, the Board noted the Corporate Risk Register and the University's risk management processes.

90. Legal Dispute Update - confidential

91. 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.

92. Report from the Vice-Chancellor – confidential

93. Nominations Committee Chair's Report

The Board received and noted a report from the Chair of the Committee on the meeting held on 14 March 2023 and accepted the work of the Committee as reported.

94. 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 22 February 2023 and accepted the work of the Committee as reported.

95. 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 15 March 2023 and accepted the work of the Committee as reported.

96. University Management Accounts and Subsidiary Company Management Accounts – confidential

97. 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 28 February 2023 and accepted the work of the Committee as reported.

98. UPSU Elections

Claire Dunning, Executive Director of Corporate Governance, presented a report on the recent UPSU elections for officers to serve for the 2023/2024 academic year.

- i. The following officers had been elected to serve from 1 July 2023:
 - Welfare Officer: Ines Brzychcyk
 - Development Officer: Temidayo Dosunmu (re-elected)
 - Academic Representation Officer: Marija Solic
 - Learning Experience Officer: Suzie Dunn
 - Democracy and Campaigns Officer: Maizey Annear
- ii. The turnout had been 7% higher than 2022 and was the highest turnout in nine years.
- iii. UPSU would decide which of the elected officers would serve as a governor from 1 July 2023.
- iv. The Board noted the results and the Executive Director of Corporate Governance’s assurance that the election had been conducted in a fair and democratic manner.

99. Date of Next Meeting

The next meeting of the Board of Governors would take place on Wednesday 5 July 2023.

The proposed Strategy Day is Thursday 5 October 2023, followed by a dinner.

The confirmed dates of the Board meetings for 2023/2024:

- Wednesday 11 October 2023 from 1130 to 1630
- Wednesday 22 November 2023 from 1130 to 1630
- Monday 29 January 2024 from 1130 to 1630
- Tuesday 26 March 2024 from 1130 to 1630
- Wednesday 3 July 2024 from 1130 to 1630

The proposed dates of the Board meetings for 2024/2025:

- Wednesday 9 October 2024 from 1130 to 1630
- Wednesday 27 November 2024 from 1130 to 1630
- Wednesday 22 January 2025 from 1130 to 1630
- Tuesday 25 March 2025 from 1130 to 1630

- Wednesday 2 July 2025 from 1130 to 1630

100. Vote of Thanks

It was noted that:

- i. Dom Owen's term of office as UPSU officer would end on 30 June 2023 and so this was his final Board meeting. He had been a valuable member of Infrastructure and Finance and Nominations Committees and Board in the past year and had represented the student perspective both robustly and professionally in its discussions. Members wished him success in his future endeavours.
- ii. It was the last Board meeting for Aleksandra Siedlecka, Student Governor as she would be unable to attend the meeting in July 2023. Aleksandra had been the student governor for the last year and had served on the Audit and Quality Committee. Members wished her success in her future endeavours.