

Minutes:	Board of Governors
Time and Date:	10:00, Thursday, 13 January 2022
Location:	MS Teams
Present:	Ian Squires (Chair), Fiona Cownie (Deputy Chair), Lisa Capper, Catherine Clarke, Phil Clarke, Peter Collyer, Rob Hull, Jon Lees, Sharon Manikon-Deane (to item 66), Jonathan Mills, Katie Normington, Sara Pierson, Sardip Sandhu (from item 67), Aashni Sawjani, Bev Shears, Richard Snape (to item 72), Peter Tansley and Paul Woodgates
In attendance:	Simon Bradbury (Pro Vice-Chancellor International and Dean of Arts, Design and Humanities) (items 60-71), Janine Brennan (Executive Director of People and Organisational Development) (items 60-71), David Bryan (Director of Strategic Planning Services) (items 60-71), Andy Collop (Deputy Vice-Chancellor), Jo Cooke (Executive Director of Student and Academic Services) (items 60-70), Pete Cross (Chief Finance and Resource Officer), Helen Donnellan (Director of Enterprise and Business Development) (items 60-69), Mel Fowler (Executive Director of Marketing and Communications) (items 60-71), David Kernohan, Associate Editor, Wonkhe (item 66), Heather McLaughlin (Pro Vice-Chancellor Academic Staff Development and Dean of Business and Law) (items 60-71), Simon Oldroyd (Dean, Faculty of Health and Life Sciences) (items 60-71), Kaushika Patel (Deputy Dean of Health and Life Sciences) (items 60-70), Shushma Patel (Pro Vice-Chancellor Student Experience and Dean of Computing, Engineering and Media) (items 60-71), Nikki Pierce, Academic Registrar (Director of Student and Academic Services), University of Bradford, Lynn Robinson (Interim Registrar (Academic) and Clerk to the Board), Vidhya Vinod, Chief Executive Officer, Study World Education Holding Group (item 67), Sam Weston (Corporate Governance Manager)
Secretary:	Nick Jeffs, clerksoffice@dmu.ac.uk

CONFIRMED

60 Welcome and introductions

The Chair welcomed governors, and those DMU officers present, to the Board of Governors' Strategic Away Day. It was noted that this was the first meeting of the board for new independent governors Peter Collyer, Jonathan Mills, Sardip Sandhu and Paul Woodgates.

61 Apologies for absence

Apologies for absence had been received from Dianne Buchanan and Dan Toner. Apologies for late arrival had been received from Sardip Sandhu and apologies for early departure had been received from Lisa Capper and Sharon Manikon-Deane.

62 **Declaration of any pecuniary, family or other personal interests in relation to the agenda**

No other declarations of pecuniary, family or other personal interests were made in respect of any items on the agenda.

The university maintains a Register of Interests, which records standing declarations of pecuniary, family or other personal interests from all members of the Board of Governors.

63 **Decisions taken between meetings**

The board noted a resolution taken between meetings concerning the appointment of independent governors and apprentice governors. The board was provided with an update as to the current status of the two remaining apprentice governors, noting that one had yet to accept their offer to join DMU.

RESOLVED:

That the resolution of the board concerning the appointment of independent governors, Peter Collyer, Jonathan Mills, Sardip Sandhu and Paul Woodgates and apprentice governors Hannah Musisi and Shreeya Paudel be noted. [*Hannah Musisi subsequently informed the Clerk's Office that she had taken the offer of an apprentice governor position at a different university.*]

64 **Minutes of the previous meeting**

The minutes [064] of the 25 November 2021 meeting of the Board of Governors were approved subject to the redaction of item 031 vii in the version to be published on the university's website.

65 **Matters arising from the previous meeting**

038 Modern Slavery Statement

Following the finalisation of the annual accounts, the confirmed figure for the global annual turnover would be added to the Modern Slavery Statement, which would then be signed by the Chair of the Board before being published on the university's website.

All of the remaining matters arising [065] had been completed prior to the meeting or were scheduled to be considered by the board at a future date.

In discussing the matters arising, the board noted that the university had not yet been provided with the results of its UKVI Basic Compliance Assessment (BCA). It was agreed that the board would be informed of the results of the BCA via email, should they be released ahead of its next meeting.

RESOLVED:

That the board would be informed of the results of the university's BCA via email, should they be released ahead of its next meeting.

Sara Pierson briefly left the meeting during the discussion of the following item.

66 **A presentation by David Kernohan of WonkHE, followed by a Q&A session**

David Kernohan, Associate Editor at Wonkhe, delivered a presentation that provided an overview of current higher education policy, focussing in particular on some of the key

developments that were expected to take place during 2022, including:

- The government's forthcoming 'Levelling Up' White Paper;
- A potential formal response from the government to the findings of the 2019 review of post-18 education and funding (the 'Augar review');
- The government's ongoing concerns around so-called 'poor quality' courses;
- The Office for Students' (OfS) revised approach to Access and Participation Plans; and
- The future of the Teaching Outcomes and Student Excellence Framework.

Arising from the discussion of this item, and questions from governors, the following points were highlighted:

- i. It was agreed that it would be important for the university to take advantage of opportunities presented by the Levelling Up White Paper, and it was noted that DMU had strong foundations on which to build in terms of its existing relationships with local further education institutions and industrial partners.
- ii. It was suggested that any 'formal' response to the findings of the Augar review might be delivered as part of the launch of the government's Lifelong Loan Entitlement in 2025.
- iii. The government's letter to the OfS, in which it outlined its expectations in terms of the future approach to Access and Participations Plans, represented more direct intervention in higher education than might be expected under the provisions of the Higher Education Research Act 2017. It was agreed that a copy of the letter would be circulated to governors.
- iv. It was suggested that the coming years would see a significant appetite for higher education in the UK, particularly in light of the demographic upturn in the number of 18-year olds in the country, and the financial uncertainties arising from the national and international impact of the COVID-19 pandemic. It was agreed that it would be critical for DMU to position itself to take advantage of the opportunities presented by these developments.

RESOLVED:

- a. That the presentation be noted.
- b. That a copy of the letter from the Secretary of State for Education regarding Access and Participation Plans would be circulated to the board.

Sharon Manikon-Deane left the meeting at this point. Sardip Sandhu joined the meeting at this point.

67 A presentation on DMU Dubai

Vidhya Vinod, President and Group CEO, Study World Education Holding Group, joined the meeting to deliver a presentation concerning the current position with regards the university's campus in Dubai. Arising from the discussion of this item, and questions from governors, the following points were highlighted:

- i. It was recognised that the educational quality assurance and regulatory authority of the Government of Dubai, the Knowledge and Human Development Authority (KHDA), were adapting to working with international partners and that, whilst there were some cultural sensitivities that needed to be observed, doing so would not compromise the student experience.
- ii. It was noted that the university would shortly be undertaking its first review with the KHDA, which would be carried out in partnership with the UK's Quality Assurance Agency.
- iii. The support for staff delivering teaching at the Dubai campus would continue to expand in the coming months and would cover areas such as professional services support, learning and teaching resources and technology, and

- pedagogical development.
- iv. It was hoped that the number of students studying at the Dubai campus would grow in future years and that, in time, students might benefit from the offer of a more diverse approach to their studies that would reflect the aims of the Education 2030 programme.
 - v. It was hoped that, initially, over 90% of students graduating from a Dubai programme would find subsequent employment. It was noted that internship and employability programmes for students were in development.

RESOLVED:

That the presentation be noted.

68 Update from the Chair

The Chair of the Board delivered an update concerning the appointment of a new Chancellor for DMU. At its meeting on 8 July 2021, the board had considered and endorsed a list of six candidates who had been proposed for the role of Chancellor of DMU. One of the six candidates, Akram Khan MBE, had agreed to take up the role, subject to the approval of the board. Prior to the meeting, the proposed appointment of Mr Khan had been endorsed by the committee of governors who had led the search for the new Chancellor.

RESOLVED:

- a. That the proposed appointment of Akram Khan MBE as DMU's Chancellor be approved. Mr Khan's tenure would begin on 1 February 2022 and last for four years in the first instance.
- b. That the Clerk's Office would write to Mr Khan to confirm his appointment and the particulars thereof.
- c. That a short biography of Mr Khan, as well as a copy of the university press release confirming his appointment, would be circulated to the board.

69 Update of the Vice-Chancellor

The Vice-Chancellor delivered an update concerning a range of recent developments in relation to the university and the higher education sector as a whole. Arising from the discussion of this item, and questions from governors, the following points were highlighted:

- i. DMU had been awarded a '1st class' position in the 2021 People and Planet University League table, having been ranked fourth out of 154 institutions. The People and Planet University League was the only league table of UK universities that focussed on sustainability and transparency.
- ii. Following a period of civil unrest in Kazakhstan, the board was assured that students and staff of the university's overseas campus in the country were safe, and that there had been no reported damage to university property. According to recent reports, it appeared that the situation in Kazakhstan had begun to stabilise and the university remained in regular contact with the Kazakh embassy.
- iii. Whilst it was recognised that it was still too early in the admissions cycle to draw any firm conclusions, it was acknowledged that the university continued to perform below target in terms of student recruitment, despite its open days and new brand campaign being well received by applicants. It was noted that, as part of its Delivering Business Sustainability initiative, the university continued to explore options to help mitigate the impact of the predicted shortfall in student recruitment.
- iv. The extent to which the university's current league table positions were affecting

student recruitment remained unclear and it was suggested that, for many applicants, an institution's offer was of greater importance than metrics in terms of their choice of where to study.

- v. Feedback arising from open days around the proposed changes under the Education 2030 programme suggested that the majority of those surveyed would welcome block teaching. This feedback would be shared with staff in the coming weeks.
- vi. The university continued to promote its successes, recognising the value in doing so in terms of maintaining positive morale among staff.

RESOLVED:

That the update be noted.

Helen Donnellan left the meeting at this point.

70 Strategic Plan and KPTs update

The Vice-Chancellor and Director of Strategic Planning introduced a report [070] outlining the progress that had been made since the previous meeting on the development and implementation of the 'Empowering University' strategy. Arising from the discussion of this item, and questions from governors, the following points were highlighted:

- i. Oversight of the systems by which the university managed its data would fall under the remit of the role of Chief Transformation Officer. As part of the 'digital transformation' cross-cutting theme of the university strategy, a new risk register would be developed that would cover various areas of compliance, including data returns.
- ii. It was suggested that it would be useful to include an additional column in the table of 'Outcomes, Metrics, Targets and Milestones' at Appendix 2 to indicate to which element of the strategy each entry referred.
- iii. The development of the remaining implementation plans continued; these would be considered by the board across a number of its future meetings. It was noted that it would be important for these plans to highlight the resource that would be needed to effectively support their implementation.
- iv. It was recognised that measures relating to academic quality and the quality of the student experience were dispersed across a number of elements of the strategy, and would be articulated in more detail in the relevant implementation plans.

RESOLVED:

That the key performance targets, proposed outcomes, metrics and milestones, alongside the performance framework hierarchy to cascade and monitor the performance of the strategic plan be approved.

Jo Cooke and Kaushika Patel left the meeting at this point.

71 Presentation and workshops on future institutional size and shape

The Vice-Chancellor delivered a presentation concerning the potential future size of DMU in terms of student numbers, as well as potential areas for growth in future and the implications of that growth. Following the presentation, governors and members of the University Leadership Board (ULB) were divided into groups and asked to consider the following questions:

1. Taking account of Brexit, demographic and policy changes what should be the scale of our ambition for student numbers?

2. What would we grow to make up those numbers? Where are the greatest opportunities?
3. What implications are there in changing/not changing the balance of student groups?

Following discussion among the groups, the Vice-Chancellor suggested the following conclusions might be drawn:

- That the university should seek to stabilise its position and that it would be important to continue to focus on providing a high-quality student experience, and to focus on the things that it does best.
- **[Redacted]**
- Any growth should be strategic and well-planned. **[Redacted]**
- **[Redacted]**
- **[Redacted]**
- It would be useful to explore the opportunities that hybrid working/learning might provide for teaching beyond the capacity of the physical estate, as well as the use of partner assets and distance learning.

RESOLVED:

That the conclusions from the group sessions should inform future discussions of the issue by ULB and that, later in the year, the topic would be considered again by the Finance and Performance Committee and the Board of Governors.

The remaining members of the University Leadership Board, with the exception of the Deputy Vice-Chancellor, Chief Finance and Resources Officer, and Registrar (Academic) and Clerk to the Board, left the meeting at this point

72 Financial Outturn 2021/22

The Chief Finance and Resources Officer (CFRO) delivered a presentation concerning the university's financial position at Period 4 of 2021/22 (i.e. 30 November 2021).

RESOLVED:

That the presentation be noted.

Richard Snape left the meeting at this point.

73 Annual Financial Return 2020/21

The CFRO introduced the university's Annual Financial Return for the 2020/21 academic year. Arising from the discussion of this item, and questions from governors, the following points were highlighted:

- i. The finalisation of DMU's annual accounts had been delayed due to a number of reasons, in particular the resubmission of the university's 2018/19 HESA data and the valuation of the Local Government Pension Scheme. It was noted that the auditors would hold a debriefing session with university management following the completion of the 2020/21 audit, where it was hoped that ways in which the audit process might be made more efficient in future years would be explored.
- ii. The audited annual accounts, external audit management letter, letter of representation, and internal audit annual report 2020/21 had all been scrutinised by the Audit Committee at its meeting on 10 January 2022. It was noted that the external auditors expected to issue an unmodified opinion **[Redacted]**.
- iii. **[Redacted]**

- iv. The Chair of the Audit Committee provided a summary of the committee's consideration of the annual accounts and its reflections on the external audit process for 2020/21, noting that that there had been a number of issues that had caused delays to audit work during 2020/21, which were not expected to occur in future years (e.g. the 2018/19 HESA data).

RESOLVED:

- a. That the audited financial statements for 2020/21 be approved.
- b. That the letter of representation to be provided to the external auditors be approved.
- c. That BDO's external audit management letter be approved.
- d. That the recommendation that the Vice-Chancellor be granted delegated authority for the submission of the Annual Financial Return workbook by the deadline of 14 March 2022 be approved.
- e. That the approval of the Transparent Approach to Costing return for 2020/21 would in future be undertaken by the University Leadership Board be noted.
- f. That PwC's Internal Audit Annual Report for 2020/21 be noted.
- g. That the board would be notified when the annual accounts had been filed with the bond holder.
- h. That the signatures required to formalise the approval of the annual accounts would be gathered following the meeting.

74 Governance Effectiveness Review

The Chair of the Board introduced the final report [074] of the 2021 review of the effectiveness of the university's governance, which has been conducted by Advance HE. This review was a follow-up to one that had been conducted in late 2019. The 2022 report contained no recommended improvements and only four suggestions as to future areas of focus for the board.

Governors welcomed the report and its suggestions, noting that the outcome represented a significant improvement on the 2019 report (which contained 15 recommendations and a number of other suggestions for further consideration) and demonstrated clearly that the university had made considerable improvements to its governance over the past two to three years. The four suggestions in the report were as follows:

- i. The board could consider having a discussion, perhaps at an away day, on the future focus of governance at DMU.
- ii. The university could consider modifying the way it seeks feedback on the effectiveness of meetings.
- iii. Academic Board could consider expressing an explicit opinion on the maintenance of standards and quality.
- iv. The university might consider further focusing members' time on strategic issues.

RESOLVED:

- a. That the findings of the report be accepted and that the response of the board to the four suggestions be as follows:
 - i. Future focus of governance at DMU would be a topic for discussion at the board's strategic away day in October 2022.
 - ii. The current approach to seeking feedback would be retained and a checklist of questions would be developed that the board or committee might ask of itself at the end of every meeting. In future, consideration might be given to seeking feedback from a different member of the board at each

- meeting.
- iii. Academic Board would include in its annual report an explicit statement on how the university complies with OfS Condition of Registration B5 (i.e. 'The provider must deliver courses that meet the academic standards as they are described in the Framework for Higher Education Qualifications at level 4 or higher').
 - iv. Ways in which the university might further focus governors' time on strategic issues would be considered at the board's strategic away day in October 2022.
- b. The report of the 2021 Governance Effectiveness Review, as well as a commentary on its findings, would be published on the university's website.
 - c. That the report be shared with the OfS for its awareness.

75 **Review of board's performance**

Members were content that the board had been effective in discharging its responsibilities, and that all present had been enabled to be effective in their contribution.

76 **Date of the next meeting**

The next meeting of the Board of Governors would take place at 10:00 on Thursday 10 March 2022 either in person in rooms 3.02 and 3.05, The Yard building on campus or via MS Teams, depending on Government guidance at that time.

It was agreed that, following the conclusion of the next meeting, governors, particularly those that were new to the board, would be offered a campus tour to be led by the university's Director of Estates and Facilities.

77 **Any other business**

No items were raised.

Meeting duration: 10:00-16:05