

<b>Minutes:</b>	Board of Governors
<b>Time and date:</b>	10:00, Thursday 28 September 2023
<b>Location:</b>	Bede House, room 0.46
<b>Present:</b>	Ian Squires (Chair) (until item 25), Stuart Dawkins, Phil Grierson, Amir Iqbal, Priya Karasala, Jonathan Mills, Katie Normington, Buddy Penfold, Sardip Sandhu, Peter Tansley, Dan Toner (until item 17) and Paul Woodgates
<b>In attendance:</b>	Lawrence D'Souza (Director of International) (item 9), Richard Greene (Deputy Vice-Chancellor), Chloe Keenan (Governance Officer), Debbie Muddimer (Director of Finance and Procurement), Susan Orr (Pro Vice-Chancellor Education) (item 11), Shushma Patel (Pro Vice-Chancellor Student Experience) (item 12), Nikki Pierce (Registrar (Academic) and Secretary to the Board), Harpreet Sandhu (Head of Legal Services) (item 9)
<b>Secretary:</b>	Nick Jeffs; <a href="mailto:nick.jeffs@dmu.ac.uk">nick.jeffs@dmu.ac.uk</a>

*CONFIRMED*

### **1 Apologies for absence**

Apologies for absence had been received from Peter Collyer, Jonathan Kerry and Beverley Shears.

### **2 Declarations of any pecuniary, family or other personal interests**

Jonathan Mills recused himself from the brief discussion of the Green Heat Network Fund at item 3, and from the consideration of the report on the same subject at item 20.

No further 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 and the University Leadership Board.

### **3 Decisions taken between meetings**

RESOLVED:

That decisions taken by the board between meetings concerning the following items of business be noted:

- a. the tenure of existing governors and the membership of the board's committees;  
and
- b. the appointment of two new student governors.

Additionally, that the following decisions taken by Chair's action between meetings, be noted:

- c. the approval of the university's acceptance of a grant offer of £4.89m made by the Green Heat Network Fund (GHNF) towards a total estimated capital cost of £18.6m to enable the development of a renewable heat solution on campus; and
- d. the approval of an additional capital allocation of £310k towards the renewable heat solution project, which would be drawn from unallocated funding under the five-year capital programme, and would make up a shortfall in funding between the forecast and actual value of the grant offered by the GHNF.

It was noted that further details regarding the GHNF grant offer, and the decisions taken by the Chair between meetings, were the subject of a report that had been included for noting at item 20.

#### **4 Minutes of the previous meeting**

RESOLVED:

That the minutes [4] of the 6 July 2023 meeting of the Board of Governors be approved.

#### **5 Matters arising**

All of the matters arising [5] were scheduled for consideration at a future meeting of the board.

#### **6 Report from the Chair**

The Chair of the Board delivered an update concerning a range of issues:

- i. The DMU Dubai 'lessons learnt' exercise was underway. Led by former governor Fiona Cownie, with support from current governor Jonathan Mills, it was hoped that the process would be complete by the end of 2023, with a formal report to be shared with the board in due course.
- ii. The development of a DMU governor apprenticeship scheme continued. One of the core aims of the scheme would be to allow the board a greater degree of control over its long-term recruitment pipeline, and it was hoped that an outline proposal would be shared with governors in the near future.
- iii. Reflecting on the recently concluded governor recruitment exercise, the Chair felt that the university had attracted a strong field, which had led to the appointment of five new independent governors. It was also felt that the proposed appointments would go some way to addressing the diversity of the board, although it was recognised that there would continue to be work to do in this area. It was noted that the board would seek to address the lack of a member with academic higher education experience in a future round of recruitment.
- iv. The Chair commended the university on its Clearing operations and graduation ceremonies, his experience of which had been positive.
- v. The Chair offered his congratulations to Debbie Muddimer on her appointment to the role of Executive Director of Finance and Procurement.
- vi. Governors were reminded of their invitation to observe some of the university's 'Welcome Week' activities for new students, which would take place following the meeting.

RESOLVED:

That the report be noted.

## **7 Report from the Vice-Chancellor**

The Vice-Chancellor (VC) introduced a report [7] 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. The VC had recently visited Cambodia to mark the launch of DMU as the first UK university to establish a presence in the country. Work continued in-country on the development of the campus building and associated infrastructure.
- ii. Despite a positive performance during Clearing, student recruitment continued to prove challenging. DMU's position in terms of domestic and overseas recruitment reflected trends emerging across the sector around a decrease in participation in higher education amongst 18-year-olds in the UK, and a more challenging political environment for international students. It was forecast that these challenges would result in a financial shortfall for DMU, although it was hoped that this would be addressed via contingencies, operational savings, and long-term vacancy freezes.
- iii. It was anticipated that there would be consultations on some of the outcomes of the 2019 Augar Review, including a proposed reduction in the fees that institutions were able to charge for foundation programmes. It was noted that Universities UK continued to lobby on behalf of the sector on a range of issues raised by the review.
- iv. Regarding the concerns raised by Keith Vaz in his letter to the university, it was noted that the university had provided a full report to the Office for Students but had yet to receive a response. The issues related to the particular engineering module had been addressed via adjustments to the marking algorithm as well as improvements to teaching practice in that area. It was agreed that it would be useful for the university to reflect on the extent to which the students in question were aware of the internal mechanisms for complaint, and the escalation of complaints, as a means of mitigating the risk of students seeking help from outside the university's formal channels in future.

RESOLVED:

That the report be noted.

## **8 Report from the Student Governors**

The student governors delivered an update concerning a range of issues:

- i. The students' union was currently in the middle of 'Fresher's Week', which had seen hundreds of new students exploring the campus, and heavy footfall through the Campus Centre building.
- ii. The union's strategy for 2023-2026 had come into effect, with objectives focussing on five key areas: visibility, empowering, belonging, opportunity, and experience.
- iii. The union continued to provide support to students negatively affected by the ongoing cost of living crisis, including assistance with finding opportunities for part-time work.
- iv. It was felt that moving fresher's activities from The Venue to the Campus Centre had helped to encourage to a greater level of engagement with those activities amongst the student body than in previous years.

RESOLVED:

That the report be noted.

**9 [Redacted]**

**10 [Redacted]**

**11 Teaching Excellence Framework 2023 update**

The Pro Vice-Chancellor (PVC) Education delivered a verbal update concerning the outcome for DMU of the 2023 Teaching Excellence Framework (TEF). Arising from the discussion of this item, and questions from governors, the following points were highlighted:

- i. The board commended the university's performance in the TEF, as well as the robust approach that had been taken in producing a high-quality submission, which had included a well-received contribution from the students' union.
- ii. It was agreed that messaging to staff around the university's performance should emphasise the importance of their work and the impact that it would continue to have in future iterations of the TEF, where more recent developments (such as the introduction of block teaching) would be reflected more fully.
- iii. It was recognised that there were areas of the university's performance that could be improved, and work to this end would be carried out ahead of the next TEF exercise, which would take place in four years' time.

RESOLVED:

That the update be noted.

**12 National Student Survey 2023 update**

The PVC Student Experience introduced a report [12] concerning the DMU's performance in the 2023 National Student Survey, and the actions that would be taken by the university in response to its results. Arising from the discussion of this item, and questions from governors, the following points were highlighted:

- i. Academic staff had already been made aware of the results, which had been shared with faculties for dissemination to programme leaders.
- ii. It was recognised that DMU's scores in some questions were relatively low, but that improvements in these areas had the potential to bolster significantly the university's overall performance.
- iii. It was agreed that the results did suggest areas where the university's teaching practice could be improved. It was noted that a peer observation scheme was in place as one way in which academic staff could seek to develop their practice, although it was recognised that this scheme was currently applied inconsistently across the faculties.
- iv. Furthermore, it was recognised that open and honest conversations with academic staff regarding the way their teaching practice had been perceived by students might be difficult, but that they would be critical in order to begin affecting the required improvements to underperforming areas.

RESOLVED:

That the report be noted.

## 13 Member's updates

### i. Audit Committee

Although there had been no meetings of the Audit Committee since the previous board meeting, the Chair of the committee provided the following updates:

- It was proposed that the name of the committee be changed to the 'Audit and Risk Committee' which, it was felt, better reflected its role and remit. This proposal was approved by the board.
- The committee would be holding an extraordinary meeting on 11 October 2023. The purpose of this meeting would be to conclude some of the outstanding audit items from the 2022/23 academic year.

### ii. Finance and Performance Committee

As there had been no meetings of the Finance and Performance Committee since the previous board meeting, there was no update to provide.

### iii. People and Culture Committee

As there had been no meetings of the People and Culture Committee since the previous board meeting, there was no update to provide.

### iv. Lead governors for Ofsted and skills

The Registrar (Academic) and Secretary to the Board provided the following updates in relation to Ofsted and skills.

- The Registrar (Academic) and Secretary to the Board would shortly be holding monthly meetings with the two lead governors for this area, Stuart Dawkins and Jonathan Kerry.
- The board would be undertaking Ofsted training across the autumn, with sessions being held in October, November, and December.
- 'Learning walks' for Stuart and Jonathan would be arranged in due course.

### v. Academic Board

Although there had been no meetings of the Academic Board since the previous board meeting, and there was, therefore, no update to provide, it was suggested that some thought was being given as to how to reframe the feedback that was delivered to governors.

RESOLVED:

- a. That the updates be noted.
- b. That the proposal to change the name of the Audit Committee to the Audit and Risk Committee be approved.

## 14 Appointment of independent governors

The Registrar (Academic) and Secretary to the Board a report [14] concerning the appointment to the board of five new independent governors, following a rigorous external recruitment process. Arising from the discussion of this item, and questions from governors, the following points were highlighted:

- i. **[Redacted]**
- ii. The Chair of the Board made proposals for the new governors' committee membership as follows:
  - Alison Court: Audit and Risk Committee; Nominations Committee
  - Vivek Gonotra: People and Culture Committee
  - Patrick Moody: Audit and Risk Committee
  - Abdul Mullick: Audit and Risk Committee
  - Shikha Singh: Finance and Performance Committee; Remuneration Committee

RESOLVED:

- a. That the proposed appointment of the five new independent governors be approved. It was noted that their initial terms as governors would run from 1 October 2023 to 30 September 2026.
- b. That the proposal for the new independent governors' committee memberships, as outlined above, be approved.

## 15 Governor appraisals 2022/23

The Chair of the Board introduced a report [15] concerning the outcomes of appraisal meetings held with governors during summer 2023, as well as a proposed training and development plan for the 2023/24 academic year, which had been informed by those appraisal meetings. Arising from the discussion of this item, and questions from governors, the following points were highlighted:

- i. Opportunities for horizon scanning and to explore 'off-agenda' topics would be provided by the board's strategic away day and the termly governor drop-in sessions, respectively.
- ii. Governors were encouraged to reach out to the Chair or the Secretary with any suggestions that they might have for future board meeting agenda items.
- iii. It was noted that the board intended to meet with members of the Academic Board following its meeting on 30 November 2023. It was hoped that this meeting would be an opportunity for members of both bodies to meet informally, and to discuss each other's priorities and plans for the current academic year.

RESOLVED:

- a. That the report be noted.
- b. That the proposed training and development plan for the 2023/24 academic year be approved.

**16 Results of the Board of Governors' annual effectiveness self-assessment**

The Registrar (Academic) and Secretary to the Board a report [16] concerning the results of the board's annual effectiveness self-assessment survey for the 2022/23 academic year.

RESOLVED:

- a. That the report be noted.
- b. That the results of the committee's annual effectiveness self-assessment surveys be shared with the board at its meeting on 30 November 2023.

**17 Summary of governor training and expenses for 2022/23**

The Registrar (Academic) and Secretary to the Board a report [17] concerning the annual overview of governor training and expenses for the period 1 August 2022 to 31 July 2023.

RESOLVED:

That the report be noted.

*Dan Toner left the meeting at this point*

**18 Review of the board's Register of Interests**

The Registrar (Academic) and Secretary to the Board a report [18] concerning an overview of the board's Register of Interests, following its annual update, and prior to its publication on the university's website.

RESOLVED:

- a. That the report be noted.
- b. That the board's Register of Interests be noted.

**19 Unconfirmed minutes of the 18 June 2023 meeting of the Academic Board**

RESOLVED:

That the minutes [19] be noted.

**20 Renewable heat solution and Green Heat Network Fund update**

RESOLVED:

That the report [20] be noted.

**21 IntoUniversity update**

RESOLVED:

That the report [21] be noted.

**22 Items placed under the university seal**

RESOLVED:

That the report [22] be noted.

**23 Review of the 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.

**24 Date of the next meeting**

The Board of Governors' strategic away day would take place at 10:00 on Thursday 19 October 2023 in The Yard, rooms 3.05 and 3.06.

**25 Any other business**

No items were raised.

*Ian Squires left the meeting for the following item*

**26 Appraisal of the Chair of the Board**

The Chair of the Audit Committee introduced a report [26] concerning the appraisal of the Chair of the Board, which has been conducted during summer 2023 by the then Deputy Chair of the Board. Arising from the discussion of this item, and questions from governors, the following points were highlighted:

- i. Members of the board felt that the comments, observations, and reflections contained within the report were representative of their experiences of the Chair of the Board.
- ii. It was felt that the Chair had been welcoming of new members of the board, and that meetings were well chaired.
- iii. The Vice-Chancellor felt that her relationship with the Chair was strong, providing an appropriate balance between support and challenge, as well as a usefully different perspective on certain items of university business.

RESOLVED:

That the report be noted.

*Meeting duration: 10:00-13:50*