

HARPER ADAMS UNIVERSITY

Board of Governors

Minutes of the Meeting of the Board of Governors held on 26 April 2018 in the Boardroom

Present:

Mr Colin Bailey	
Mr Peter Cowdy	
Dr John Donaldson	Staff Governor
Mrs Emma Foulkes	
Miss Charlotte Garbutt	SU President
Mr Richard Hambleton	
Dr Moira Harris	Staff Governor
Mrs Heather Jenkins	
Mr Mike Lewis	Chairman
Dr David Llewellyn	Vice-Chancellor
Mrs Lavinia Moroz-Hale	Staff Governor
Mr Peter Nixon	
Prof Mark Ormerod	
Mr Mark Roach	
Mr Martin Thomas	
Mr Campbell Tweed	
Mr Stephen Vickers	Vice-Chairman

Apologies:

Mrs Emma Foulkes
Dr Julia Pointon
Mrs Christine Snell
Mr Campbell Tweed
Mr Dominic Wong

Members were reminded to complete or update their entry in the Register of Interests as necessary.

17/46 **Staff Observers/staff in attendance for specific items**

- v) that the University would also continue to hold cash reserves, as well as land holdings which would be available to draw on if circumstances required this subject to Charity Commission approval. It was likely that once all universities had published their Student Protection Plan, there would be an opportunity to learn from best practice and refine plans for future years as necessary;
- vi) that the governance and management self-assessment would reflect the arrangements which governors were already familiar with and which were set out in documentation, such as the Governance Handbook and discussed on a regular basis at Effectiveness Reviews, as well as in the Statement of Corporate Governance, included in the Annual Report and Financial Statements;
- vii) that existing sources of information would therefore be referenced in the Governance and Management self-evaluation. Similarly, the self-evaluation of compliance with the Competitions and Markets Authority requirements would reflect the reports which were made on an annual basis to the Board, following consideration of a detailed progress report on compliance with the CMA, which was presented each year to the Academic Board. This process was part of the Governors' documentation for consideration of assurance around academic quality matters. The OfS application form also contained new requirements which had not previously been requested by HEFCE. In particular members were asked to give their permission for their personal data to be shared with the OfS and this included details about whether or not they met the criteria for a 'fit and proper person' as described by the OfS in its registration requirements;
- viii) that the OfS also required a declaration by each member about any other charity trusteeships or directorships of companies that they held. Members had been asked to complete a declaration setting out this information and to sign it to confirm they were content that their personal data would be shared with the Office for Students;
- ix) that since the last meeting of the Board, the Vice Chancellor had visited partners in China. He had had a positive visit to Huazhong, where discussions had focused on improving the progression of students from Huazhong to Harper Adams and a more equitable way of sharing fee income from this programme. Andy Jones would be following up on this matter during his forthcoming visit to China later in May. The Vice-Chancellor had also visited China Agricultural University and attended a meeting with senior staff. The meeting had included a number of students recently returned from Harper Adams, who had been extremely positive about their experience. This had been very helpful in progressing discussions with CAU;
- x) that the Vice Chancellor had also visited Shandong University of Technology to launch a new Sino British agri-tech research centre based at the University, which was being funded by a \$5 million regional

had worked hard to review its metrics and to ensure that they were

Senior Management Team was very well gender balanced b

without sufficient work experience, to gain it during their first year at the University. Academic staff would continue to look at this aspect carefully. However, the University would wish to continue to emphasise the importance of placement and to support students to be in a good position to secure a work placement at the appropriate time during their course and to be successful at undertaking their placement, given its importance within the overall degree and within the University's employment rates. In discussion members suggested that a slight reduction of employment rates might be acceptable if students were still able to have sufficient work experience to secure placement. These aspects would be considered further;

- xxii) that HEPI had recently published a paper suggesting that the demographic downturn would level out in 2019, then would remain static before improving

- xi) that Mr Hamilton had attended the working group on the staff survey.

institution including Harper Adams to use funds they have donated to meet the objects of the charity itself. In light of this, the Foundation had once again asked that their donation might be returned;

- iii) that a preliminary discussion with the Charity Commission had once again taken place. The University was advised that it would be possible for it to apply to return the gift should it wish to do so, although it was under no obligation to make such an application. The Taylor McNally Foundation had been advised that their request would be put forward to the Board of Governors for its consideration. The Development Trust had also noted the request made by the Foundation;
- iv) that pending the Board's consideration of this matter, the Foundation had also been asked to provide details of its legal adviser so that if the Board were minded to proceed to make an application to the Charity Commission to return the gift, the University's and the Foundation's legal advisers could work on putting a proposal together .A response from the Foundation was awaited.

Agreed: that the University should proceed, subject to legal advice, to make a formal application to the Charity Commission to return the gift donated by the Taylor McNally Foundation. **CEB/DGL**

Staff observers rejoined the meeting at this point.

17/51 Finance

- Received:
- i) a report on the meetings of the Finance and General Purpose Committee held on 18th January and 14th of March 2018;
 - ii) a paper on Cedar Energy Ltd funding requirements;
 - iii) proposed changes to the Financial Regulations;
 - iv) a copy of the Annual Efficiency Return (AER) and EMM (procurement return) approved by the F and GP committee on 18 January 2018 for submission to HEFCE by 31st of January 2018;
 - v) an oral report from the Director of F

Cedar Energy Ltd as set out in the agenda papers;

- vii) that budget setting for 2018/19 was in hand and further details will be presented on the outcomes of this process to the F and GP committee in June and the Board of Governors at its July meeting.

Agreed:

- i) to endorse the AER and EMM returns as set out in the agenda papers;
- ii) to approve the updated Financial Strategy; **LF**
- iii) that the Vice-Chancellor and Director of Finance would put forward a new metric in place of 5% surplus as part of the staff bonus scheme KPI set in due course; **DGL/LF**
- iv) that the changes to the financial regulations should be approved for that the extension of further working capital to Cedar Energy as proposed in the agenda papers should be approved; **LF**

17/52 Planning

Received:

an update on progress with the Corporate Planning Statement 2017/18.

Noted:

that good progress was being made with the majority of the action points. It was further noted that Prof Mills would make arrangements to share the KPMG report on workloads with members of the JCNC; **PRM**

17/53 Remuneration Committee

Considered:

a report of the Remuneration Committee held on 18 January 2018 including recommended actions to address the draft Higher Education Remuneration Code on setting senior pay published by the CUC on 9 January 2018.

Noted:

- i) that significant attention had been paid in recent months to how remuneration arrangements were being managed within HEI's. This had led to the CUC publishing a new draft set of guidelines and it was anticipated that the final version following consultation would be available during May. Overall HEI's appeared to be supportive in general terms of the proposals put forward by the CUC;
- ii) that anticipating that the final code would be similar to the draft code, the Remuneration Committee had met in January ahead of the final publication to consider which initial steps should be taken for the 2017/18 Remuneration Committee. The proposed changes were set out in detail in the agenda papers;

Agreed:

that all of the changes proposed in the agenda papers to the work of the Remuneration Committee and to the University's arrangements for the consideration of senior staff pay should be approved for 2017/18 and that should further changes be necessary once the CUC code were published, the Remuneration Committee should take action to put such changes as were necessary in place and report to the Board on any further changes at its July meeting. **MJL/CEB**

17/54 Report of the President of the Students' Union

records would be retained under GDPR. The proposed phrase was 'that records of student disciplinary matters would be retained for a period of 18 months following the conclusion of study for the purposes of answering any complaints appeals'. This would allow the University to align itself with the current Office of the Independent Adjudicator (OIA) complaints process. For students in ongoing dispute there is a statutory limitation period, the records relating to the issue in dispute would be kept for the relevant statutory limitation period;

- ii) that members felt that the descriptions on page 129 should be amended to read a person who has 'experienced' rather than the words 'survivor'. Members also felt that on page 130 of the draft document the point should be clarified to confirm that sexual consent cannot be retrospectively withdrawn. Members asked that these proposed changes be discussed with Mrs Hayhurst and the University's legal adviser; **CEB**

Approved:

- i) proposed changes to the Student Disciplinary Policy and Terms of Reference for the Governor's Disciplinary Advisory Committee/Governor's Disciplinary Appeals Committee with effect from 1 August 2018; d (**CEB**

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17/63 Planning

Received: a draft institutional monitoring statement 2016/17.

Agreed: to approve the Institutional Monitoring Statement 2016/17 for publication on the University's webpages.

17/64 Academic Governance

Noted: a briefing note from the Leadership Foundation for Higher Education on a recent roundtable on the Role of Governing Bodies and Academic Governance.

17/65 Learning and Teaching Strategy 2015/16

Received: a report from the Director of Learning and Teaching setting out progress with the Learning and Teaching Strategy.

17/66 International Strategy- Progress Report

Received: a report from the Director of Learning and Teaching setting out progress with the International Strategy.

17/67 Research and Knowledge Transfer Strategy – Progress Report

Received: a report conducted by the Vice-Chancellor setting out progress to date with achieving the action set out in the Research and Knowledge Transfer Strategy.

17/68 Marketing and Communications

Received: a report from the Director of Marketing and Communications updating members on recent marketing and communications activities.

17/69 Committees

Received: i) a confidential report on the development of the University's strategy for the period 2016/17 to 2020/21.