

CONFIRMED MINUTES OF THE MEETING OF THE BOARD OF GOVERNORS HELD AT 9.30AM ON THURSDAY 7 FEBRUARY 2019 IN THE BOARDROOM, VICE CHANCELLOR'S SUITE, MINERVA BUILDING, BRAYFORD POOL, LINCOLN

Present:

Chair

Mr D Lees CBE

Vice Chancellor

Professor M Stuart CBE

Deputy Chair

Ms M Jackson

Independent Members

Mr N Corner

Ms Z Easey

Ms J Reeves

Sir Graeme Davies

Mr N Gray

Ms M Dawes

Mr N Herbert

Co-opted Members

Professor S Bailey

Ms D Gilhespy

Student Member

Mr K Muzangaza

Staff Member

Dr K Savage

Clerk to the Board of Governors

Mr P Walsh

In attendance

Ms L Baker

Ms L Bennett

Mr J Free CBE

Ms C Hamblett

Professor D McLaughlin

Professor L Mossop

Mr S Parkes

Ms R Simpson

Mr C Spendlove

Mr R Ward

Professor T Wilkinson

Governors' Officer

Project Manager (Medical School) (item 2)

Deputy Vice Chancellor

Senior Finance Manager (item 7)

Associate Dean for Undergraduate Medicine (item 2)

Deputy Vice Chancellor

Deputy Vice Chancellor

Director of Human Resources (item 8)

University Registrar

Deputy Director of Estates (item 6)

Deputy Vice Chancellor

Action

1. (i) APOLOGIES FOR ABSENCE

Apologies for absence were received from Mr Barratt, Professor Ker and Mr Braham.

(ii) DECLARATIONS OF INTEREST

Professor Bailey advised the Board that, in his capacity as a member of staff of the University of Nottingham, he was working with Lincoln colleagues on student conduct and discipline protocols for Lincoln medical students.

PART A – ITEMS FOR DISCUSSION

Professor McLaughlin and Ms Bennett entered the meeting at 9.30am.

2. PRESENTATION ON MEDICAL SCHOOL

Received:

A briefing on the medical school project by the Associate Dean for Undergraduate Medicine and the Medical School Project Manager.

Noted:

- High level governance of the project was managed by the Joint Oversight and Strategic Committee which was co-chaired by Professor Andrew Hunter (Lincoln) and Professor John Atherton (Nottingham). This forum addressed any change matters, difficulties or issues and the high-level risks.
- Operational delivery was achieved through the joint School at Lincoln Project Board which met on a monthly basis and received highlight reports from a number of work streams that fed into the Board. It also considered progress of the project against agreed objectives, communications (especially with the wider community), stakeholder management and operational risks.
- The established work streams facilitated work in a number of key areas: Student Experience (which extended across all work stream areas), Early Years, the Clinical Phase, Marketing, Branding and Admissions, and Human and Physical Resources. Each of these groups were led by either Nottingham or Lincoln except for Student Experience which was jointly chaired by a colleague from each institution.
- The Early Years group looked particularly at the curriculum with a focus on content, assessment and inter-professional education. A number of optional modules which contained a 'Lincoln flavour' had recently been approved through Nottingham's quality assurance mechanisms. The Clinical Phase group currently met every three months; the clinical element of the curriculum would not start until half way through the third year of the programme. Its main focus was on securing sufficient quality clinical placements in and around Lincolnshire.
- Marketing, Branding and Admissions had recently agreed a formal identity for the medical school including materials that could be used by both parties. The recruitment process was managed by Nottingham and a number of Multiple Mini Interviews had recently taken place for applicants.
- The Human and Physical Resources work stream considered facilities, people, information governance and the infrastructure to deliver the programme in Lincoln.
- This was a very large and complex project which also had many task and finish groups which sat underneath the work stream groups. These all reported into the governance hierarchy and progress reports were provided at each level.
- In respect of staff recruitment, a number of senior appointments had been made and interviews for other substantive posts had taken place in late 2018. Interviews for seven non-clinical posts had been held in January 2019 and it was hoped that preferred candidates would be in post by May 2019.
- The Staff Student Ratio for the medical school would be around 15:1 for the foundation year programme and around 80:1 or 80:2 for lectures for the five-year programme and perhaps 7:1 for smaller group sessions.
- The medical course also included an integrated Bachelor of Medical Science which comprised a 60 credit module in the third year of the programme. This usually took the form of an independent research project which would allow students to engage with academic staff and their own areas of interest.
- The project's high-level risk register currently flagged two risks following mitigating action. The first related to technology. This would be the most challenging area to overcome for the partnership as both institutions used very different learning platforms and student records systems. This placed the emphasis on Nottingham because it needed to ensure that students could access everything that a Nottingham student could access. At the start of the project dedicated support was not available because Nottingham was implementing a new system, but this was now in place and the Joint Oversight and Strategic Committee had received a reassuring report at its meeting last

week where it had been agreed that the risk would be reviewed again in six weeks.

- The second risk related to student recruitment. The partners had been aware from the outset that recruitment to a newly established programme and school would be challenging. This had not been helped by the timing of the announcement of the successful bids as this had shortened the marketing time. Additionally, medicine had a smaller applications window through UCAS (closure in mid-October rather than mid-January). However, a healthy number of applications had been received and short-listed candidates had gone through the interview process recently. Nottingham's quality assurance process had indicated that some Lincoln applicants had performed better than the Nottingham cohort and some early offers would be made to candidates who had done exceptionally well. Despite this, it was likely that previously agreed contingency plans would be invoked to ensure that the student number target was met.
- Plans to move into the ground floor of 179 High Street on an interim basis remained on schedule for completion in August 2019. This would include a lecture theatre, a medical school office, staff offices and student social space. Clinical skills space would be utilised in the nearby Sarah Swift Building and the anatomy suite would be situated in the Isaac Newton Building.
- Financially, both parties maintained separate budgets. There had been some changes since the initial bid but overall budget was on target.
- Fundraising for the new building continued to progress well. Professor Wilkinson updated members on the current position in relation to grants and donations.
- Planning permission for the new build would be submitted later this month with the aim of starting construction in the autumn. There would inevitably be some disruption on campus during the building works but it would not affect teaching.

Ms Bennett and Professor McLaughlin were thanked for their interesting report and left the meeting at 10.15am.

3. MINUTES OF THE MEETING OF MEETING OF THE BOARD OF GOVERNORS HELD ON 30 NOVEMBER 2018

The minutes of the meeting held on 30 November 2018 were **approved** as an accurate record.

4. REPORT ON ACTIONS FROM THE PREVIOUS MEETING/MATTERS ARISING

There were no actions due for report at this meeting.

5. VICE CHANCELLOR'S REPORT

Received:

A report from the Vice Chancellor.

Noted:

HE Environment

- The Vice Chancellor reported that there continued to be a high degree of uncertainty within the sector; the Government was currently focussed on Brexit which meant that other areas of work had been put back. It was unknown when the Auger Review would report (it had been due in January 2019). In this fluctuating context it was important that institutions held their resolve and continued to work as they had before.
- A small group from the Senior Leadership Team had been working on the University's five to ten-year financial plan and the base case and several scenarios would be presented to the Board in March 2019. It would be

challenging if the Government did take action to reduce statutory tuition fees but the University was sufficiently fleet of foot to respond successfully to any major changes.

- Significant work was already taking place on income diversification so that the University could further reduce its reliance on Home undergraduate tuition fees. Increasing international student recruitment was a major element of this work and Professor Wilkinson would present the strategy around this next month.
- Work to develop educational contracts was also in train. This was an area that Lincoln could lead on in the sector as it was currently under-represented in other institutions. Lincoln's strong and expanding relationship with the military positioned it well to secure good contracts.
- In respect of Brexit, a small group had been established, led by DVC Julian Free, to consider the implications if the UK should leave the EU without a deal. This group had met twice to date and looked at potential risks around supplies, the impact on teaching if students or staff decided to leave the UK and arrangements for those abroad at the time of exit.
- UUK's position on the current deal being offered by the EU was that it was as good as the HE sector could get and there would be much less uncertainty or risk around exit with a deal.

Applications and Conversions 2019/2020

- The VC provided Governors with an update on the University's applications data across the different categories of students. Overall, undergraduate applications were slightly down - the demographic downturn meant that, once again, the UK population of 18 and 19 year olds was lower than was the case last year. The focus was now firmly on maximising conversions and ensuring that offers translated into firm acceptances.
- A number of offer holder days would take place over the spring which provided applicants with a real taste of what teaching sessions would entail.
- There were a number of new PGT programmes in the pipeline which had not yet been fully marketed and it was hoped these would attract good recruitment.
- International undergraduate recruitment looked promising and the number of students transitioning from Study Group also looked favourable. International PGT applications were on track and again, conversion was key.
- Governors were aware that the use by HEIs of unconditional offers to applicants was receiving attention. The Office for Students (OfS) had issued guidance around 'conditional unconditional' offers a week before UCAS had published its statistics on the numbers of unconditional offers made by institutions. The OfS's concerns related to whether such offers could amount to 'pressure selling'. Lincoln had carefully considered the guidance and was confident that its processes did not breach any consumer laws.
- The VC had sent Governors an email with a link giving details of the UL scheme. The unconditional offer scheme on the University's website made it clear that applicants were not expected to make any immediate decision around their offers and all offer holders were sent a letter advising that they would receive a number of offers from a variety of institutions and that they should take their time to consider all of them properly so that they could make informed choices.
- Lincoln reviewed its offer scheme annually and was currently going through this process; a decision for the next recruitment round would be made in due course. Students who had entered on unconditional offers tended to perform better than those with conditional offers but there could be some negative impact on the tariff score, and all of this data was being considered as part of the review. Conversion statistics between conditional and unconditional offers would also be analysed.
- Unconditional offers were part of the HE recruitment market that UL was obliged to operate within. The VC noted that universities had always employed a range of offer strategies, taking into account a variety of criteria, including some associated with the requirements of the particular discipline or subject.

References from teachers, Fine Art portfolios, performance auditions, interviews and applicants' personal statements all provided as much or more information about candidates as did their predicted grades. Additionally, parents and students tended to support – and indeed actively seek - unconditional offers, which could reduce some anxiety around examination performance and allow students to focus on their future.

- In the broader context, the demographic downturn in 18 year olds would start to reverse for 2020 entry and this would influence HEIs' offer strategies.

Riseholme

- The matter was now close to completion and would be reported on again in March 2019. Unfortunately, Government lawyers were focusing their time on Brexit issues.

NSS 2019

- The National Student Survey had opened at Lincoln this week and already high numbers of students had completed the survey.

Industrial Action Ballot

- UCU nationally was in the process of balloting its members for strike or withdrawal of labour over pay (2% nationally had already been implemented). Lincoln enjoyed good relations with both its recognised unions but this was a national issue.

TEF Pilot

- Significant work had gone into the TEF subject pilots and the Vice Chancellor wished to extend her thanks to all of those involved. It had been a useful exercise in understanding the detail of every subject area.

Network Rail Updates

- Network Rail's work on the footbridge at the eastern approach to the campus had been infelicitously timed from UL's point of view, but the University had put measures and signage in place to facilitate pedestrian movement around the campus.

Funding Success: Agriculture and Food Enterprise Research

- The Engineering and Physical Sciences Research Council had awarded a prestigious £6.6m grant (£4.1m to UL) for a Centre for Doctoral Training (CDT) Agri-Food Technology to a consortium led by the University of Lincoln through the Centre for Autonomous Systems, with partners University of Cambridge and University of East Anglia. The project would support 50 PhD studentships over an eight year period, with 20 based at Lincoln. This was a major achievement for agri-food research and innovation which would enable a step change in Lincoln's profile.
- The VC reported on other significant funding awards to the University.

Mr Ward entered the meeting at 10.50am.

6. LONDON CAMPUS UPDATE

Received:

A report by the Deputy Director of Estates.

Noted:

- DVC Parkes summarised progress with the London Campus, drawing Governors' attention to the additional information on potential internal layouts of the proposed building for the campus, the same building which the Board had discussed at its last meeting. Property agents had been appointed and started negotiations with the landlord on the heads of term for the lease. Planning consultants had also been engaged to progress work around the planning consultation and an application for change of use from business to a mix of business and education. It was hoped to have a decision 8 – 12 weeks after submitting the formal application.

- Refusal of planning consent due to a lack of alignment with the current Islington Plan, which did not include educational use for this location, was a project risk; it was critical that appropriate consultation took place with the building's neighbours and local residents prior to submission to the local planning committee. Mr Ward advised that the consultants had a good knowledge of both the market and the area which would ensure that all processes were carried out appropriately.
- There were not many suitable properties available in the areas in which UL would be comfortable to base a London campus, so the current venue would be pursued as far as possible. It was hoped that within the next six weeks the likelihood of securing the building and changing its use would be clearer.
- Work on the updated business case was under way taking into consideration the known information for the rent and fit out for the building; when the draft heads of term had been agreed the financial case would be correspondingly updated.
- The Chair reminded Members that they had delegated the necessary authority to her to approve a formal commitment within the approved scope.

Mr Ward was thanked for his report and left the meeting at 11am at which point the Board took a short break. Ms Hamblett entered the meeting at 11.10am.

7. FINANCE REPORT

- SUMMARY FINANCIAL POSITION

Received:

A report submitted by the Senior Finance Manager together with the December 2018 management accounts.

Noted:

- Ms Hamblett summarised the salient points from the management accounts including the year to date surplus, cashflow and cash balances.
- The operating surplus for the first five months of the year was ahead of budget largely due to the timing of expenditure, along with a reduction in the pension charge, off-set by lower research activity. The full year forecast operating surplus was in line with budget and primarily reflected additional student income, reduction in the pension charge and pay savings, and partly offset by a lower contribution from College external income.
- The statutory surplus indicated a reduction of £1.5m in capital grants due to delays in the capital expenditure for Holbeach (FEZ) and Riseholme (LIAT).
- Cash balances as at 31 December 2018 were higher than budget due to a higher surplus, lower than budgeted capital expenditure and working capital movements.
- Banking/loan covenants were forecast to be compliant for the rest of the year.

Ms Hamblett was thanked for her report and left the meeting at 11.15am; Ms Simpson entered the meeting.

8. DIFFERENTIAL ATTAINMENT AND RACE EQUALITY CHARTER MARK – AN UPDATE

Received:

A paper submitted by the DVC (Student Development and Engagement) and the Director of Human Resources.

Noted:

- The University had become a member of the Race Equality Charter Mark (RECM) in July 2016 and had been working since then to improve the representation, progression and success of minority ethnic staff and students.

The institution would apply for the bronze level RECM in summer 2019. RECM supported the University in meeting its Public Sector Equality Duty to advance day-to-day practice by providing equality of opportunity for staff and students by embedding awareness and better practice around race equality, and fostering good relationships between diverse groups of people.

- A new member of staff in Human Resources was driving this work forward, supported by a RECM group. This was facilitating conversations about race and related matters across the institution.
- Data from the recent race equality survey would also feed into the RECM work although it was acknowledged that participation was low. The greater the level of awareness-raising taking place around the project, the more staff and students would become familiar and comfortable with the issues. Colleagues in the SU were also focussed on this agenda which would ensure a joined up staff and student approach.
- In tandem, Professor Mossop was leading a project (called LEAP - Lincoln Equality of Attainment Project) around differentials in student attainment using a wealth of data on student personal characteristics provided by Planning and Business Intelligence. UL believed all students should be given the opportunity and support to achieve their full potential both within and beyond the curriculum, and a number of projects in various parts of the University were helping to highlight areas of differential attainment and work on solutions to these challenges. At present, in common with many HEIs, Lincoln continued to have attainment gaps between certain groups of students – specifically BME vs white students, male vs female students, home/EU vs international students and BTEC vs A-Level entry students. The Office for Students had stated that such gaps should be eliminated - this would be a significant challenge and take time to achieve.
- Governors noted the data in the report about attainment gaps. It was important that the work did not problematise certain groups; it was about ensuring that all students had the opportunity to achieve their maximum potential on their programmes.
- The project would consider interventions around transition to University to ensure that students were provided with full support as well as a menu of measures that programme leaders could take to help improve attainment.
- Attainment around BTEC entry students would also be reviewed as generally these students had been tested in different ways to traditional A levels and HEIs were broadly aligned more with the A level type delivery. This was a nuanced and complicated landscape which required careful navigation.
- In the Lincoln International Business School (LIBS), there was a high level of ethnic diversity amongst staff and students and it helped students to identify with academic staff. This was more challenging in other areas.
- The University hoped to arrange a Diversity Festival in September to align with students and as an inclusive Lincoln community event.

Ms Simpson was thanked for the report and left the meeting at 11.35am.

9. REPORT FROM NOMINATIONS COMMITTEE

Received:

A report tabled by the Clerk on proceedings at the Nominations Committee which had met on 6 February 2019.

Noted:

- The Nominations Committee had made several recommendations for Board of Governors' sub-committee membership following the departure of Mr Biddle, Mr Whetton and Professor French.
- At the end of July 2019, Ms Jackson, Ms Gilhespy and Professor Bailey would reach the end of their maximum terms of office. Professor Bailey was the 'co-

opted member...who has experience in the provision of education' required by the University's Instrument of Government. By convention, the Vice Chancellor took the lead in proposing possible names for this role, and Nominations Committee has asked her to scope out potential candidates.

- During the search for new Governors during 2018, Ms Lees had introduced the name of Mr John Raine as someone who could bring valuable talents and unique experience to the governing body. Nominations Committee had discussed Mr Raine's CV and now recommended his appointment. In response to a question from a Governor, Ms Lees confirmed that Mr Raine lived in North Lincolnshire.
- In respect of a potential third Governor, Nominations Committee had considered the skills matrix of Board members, and recommended that an individual with expertise in the area of estates be sought for the remaining vacancy.

Agreed:

- The adjustment to the fifth paragraph of the Nominations Committee's terms of reference to enable it to also keep under review the terms of reference of the Board's sub-committees and working parties in making recommendations around membership and composition was **approved**.
- The recommendations to confirm Mr Gray as Chair and Mr Herbert as a member of Audit Committee were **approved**.
- The recommendations that Dr Savage joined University Honours Committee in succession to Professor French, and Ms Reeves joined the same in succession to Mr Biddle were **approved**.
- The recommendation that Mr Barratt joined Remuneration Committee in succession to Mr Biddle was **approved in principle** subject to Mr Barratt's confirmation.
- The recommendation that Ms Dawes joined the FE Oversight Group in succession to Mr Biddle was **approved**.
- The recommendation that Mr John Raine be invited to become an Independent Member of the Board for an initial term of four years (from 1 March 2019) was **approved**.
- Governors were invited to suggest the names, together with a short biography, of any individuals whom they felt could potentially fill the third vacancy (local to Lincolnshire or not) to Ms Baker by 7 March 2019. This could enable a pool of candidates to be considered or alternatively a firm of head hunters could be engaged. **Members**
- With Ms Jackson's departure the role of Deputy Chair would also be vacated; Members were invited to contact Ms Lees directly should they wish to express an interest in this role. **Members**

10. ANY OTHER BUSINESS

Noted:

Board Away Day – June 2019

- Members were invited to make suggestions for discussion topics at this year's Away Day.
- The policy around diversification of income, Governor KPIs and how they can engage with the wider organisation, and future technologies/the University of the future (following the recent House of Lords event) could be included and would inform the next iteration of the University's Strategic Plan.

Clerk to the Board

- This was Mr Walsh's last Board meeting as Clerk and the Chair and Vice Chancellor extended their sincere and deep thanks for Mr Walsh's contribution to the work of the governing body over

the past fifteen years and wished him well in retirement and his future endeavours.

11. DATE OF NEXT MEETING

The next meeting of the Board would take place at 9.30 on Thursday 14 March 2019.

PART B – ITEMS TO BE RECEIVED

12. MINUTES OF RECENT MEETINGS:

- AUDIT COMMITTEE, 15 NOVEMBER 2018
- FE OVERSIGHT GROUP, 15 NOVEMBER 2018
- UNIVERSITY HONOURS COMMITTEE, 29 NOVEMBER 2018
- AUDIT COMMITTEE, 14 JANUARY 2019

13. USE OF SEAL

The meeting concluded at 11.50am.

I confirm that the above minutes are a true and accurate record of the meeting held on 7 February 2019 and have been approved by the Board of Governors.

Ms Diane Lees CBE (Chair)

Date: 14 March 2019