

## **CARDIFF METROPOLITAN UNIVERSITY**

### **MEETING OF THE BOARD OF GOVERNORS: TUESDAY, 13 OCTOBER 2015**

#### **MINUTES**

**Present:** Miss B Wilding (Chair), Professor.A.J.Chapman (President & Vice-Chancellor), Ms.N.Amery, Ms.J.Berry, Ms.K.Chamberlain, Mr.P.Davies, Professor S.Fleming, Mr.G.Hardacre, Mrs.M.Hassan, Mr.F.Holmes, Mr.U.Hussain, Mr.S.Kelly, Mr. S.Kidwai, Rev. Canon R. Morrison, Baroness J.Randerson, Mr.J.F.Thomas, Dr.M.Waring, Mr. B. Woolridge and Mr.G.Yorston.

**Attendance:** Professor D.Brooksbank (PVC Enterprise), Mr.J.Cappock (Chief Operating Officer), Mr.R.Cummings (Dean of Students for item at min. 1526), Rev.Dr.P.Fitzpatrick (Co-ordinating Chaplain), Mrs.J.Hare (Deputy Vice-Chancellor & Director of Student Experience), Professor S.Hanton (PVC Research), Professor M. Loutfi (PVC International), Mr.D.C.Price (PVC Strategy & Performance), Mr.R.D.G.Walters (Secretary & Clerk to the Governors).

Before the commencement of formal business the Chair:

welcomed four governors, Ms. Katy Chamberlain (co-opted governor), Mr Umar Hussain (independent governor), Baroness Jenny Randerson (co-opted governor) and Mr. Bradley Woolridge (Students' Union Vice-President), who were attending their first meeting of the Board of Governors since appointment;

welcomed Mr. Robert Cummings (Dean of Students) and Rev. Dr. Paul Fitzpatrick (Co-ordinating Chaplain and Prevent Co-ordinator) who attended for the agenda item *Prevent: Radicalisation of Students* (min. 1526);

announced the resignation of Mr. Iestyn Davies (independent governor since 1 August 2013) following his appointment as Chief Executive of Colegau Cymru/Colleges Wales.

#### **1526. Apologies for Absence**

Apologies for absence were received from Mr. P. Williams, Ms. S Hay and Mr. S. Jones.

#### **1527 Declarations of Interest**

There were no declarations of conflict of interest.

#### **1528. Minutes of the Meeting of the Board of Governors: 7 July 2015**

The minutes of the last meeting were approved as a correct record and signed. There were no matters arising from the minutes.

#### **1529. Prevent: Radicalisation of Students**

Further to the approval of the Prevent Policy at the last meeting (min. 1522.2 refers), a written report provided information on the University's exposure to and management of risks associated with student radicalisation and safeguarding of vulnerable students.

Appendices to the report provided:

Prevent Duty Guidance issued by the UK Government in July 2015 for higher education institutions in England and Wales;

Prevent Risk Register September 2015;

Prevent Action Plan.

In respect of risk management it was reported that the Prevent agenda had been classified as a major project and that a discrete risk assessment had been carried out of the University's ability to respond appropriately to Prevent-related incidents. In respect of the latter it was reported that controls included bi-termly police briefings and Home Office updates, maintenance of sound working relationships between the University, police liaison and the Students' Union, membership of the South Wales Counter Radicalisation Working Group, specified care and support packages for students identified as vulnerable (including the work of the Channel programme), the development of a dedicated research hub with the primary function of identifying routes whereby students could be targeted and manipulated, and the recent appointment of a full-time Muslim Deputy Co-ordinating Chaplain tasked *inter alia* with supporting vulnerable and at-risk students.

An oral presentation, additional to the written report, provided information on the Prevent reporting structure across Wales and the controls referenced in the Prevent Risk Register including the controls in place to mitigate the risk of reprisals against certain student communities. Details were provided of the prescribed reporting route within the University, the role of the International Office and of the four tiers of training, viz. 1 - an e-module providing basic information for all staff, 2 - legal referral routes and duties for directors of learning and teaching, 3 – specialist provision for key staff to be trained fully and 4 – reputational integrity training for senior management.

It was agreed that facility would be made available for governors who so wished to undertake the Tier 1 e-module training.

**Resolved** that:

- .1 the report and presentation be received;
- .2 the management of risks associated with the Prevent programme as set out in the Prevent Risk Register, the Prevent Action Plan, and the Prevent Training Plan be noted.

**1530. Standing Items:**

.1 **Report of the Chair**

The Chair's written report set out details of meetings and events attended since 1 July 2015. Additional to the list was attendance at the Past Presidents' Luncheon held on 6 October 2015 in the Mansion House, Cardiff.

It was noted that the meeting of the Strategic Planning & Performance Committee scheduled for 23 September had been cancelled for lack of urgent business.

It was reported that items proposed by the executive for consideration at the 2015/16 Governors' Away-Day, the date of which was to be confirmed shortly, included

equality & diversity issues and unconscious bias training, a presentation in development in product design and research, new provision (including portfolio development opportunities and accelerated degrees), the impact of consumerisation and the introduction of semesterisation (and its impact across the University). Governors were invited to put forward further suggestions for items for discussion.

**Resolved** that the report be received.

## .2 Report of the Vice-Chancellor

The Vice-Chancellor's written report presented progress since the last meeting in the context of the Corporate Strategic Plan 2012-17. Attached to the report were confirmed minutes of the May 20 meeting of Academic Quality and Standards Board (AQSB) and the June 5 meeting of Academic Board and the unconfirmed minutes of the July 1 meeting of AQSB and the 25 September meeting of Academic Board.

Specific matters were reported as follows:

evaluation of the Market Intelligence report – confirmation was given that new programmes would be introduced during 2015/16 and succeeding years and that portfolio development was a matter for continuous review.

maintenance of performance in the annual Destinations of Leavers from HE Survey and improvement in performance in the biennial Longitudinal Survey;

the positive outcome of the recent Estyn monitoring visit of to the South East Wales Centre for Teacher Education and Training;

the award of HEA National Teaching Fellowships to Gary Beauchamp of the Cardiff School of Education and Ingrid Murphy of the Cardiff School of Art and Design;

improved overall satisfaction from 81% to 87% in the HEA's 2015 Postgraduate Research Experience Survey;

the University's top ranking amongst universities in Wales in the 2015 Welsh public sector procurement fitness check;

the September 2015 'major incident' exercise based on a Prevent scenario and the development of corporate experience and confidence in 'major incident' responses.

Within the context of the report on the effectiveness of the governing body and further deliberation of its recommendations by the working group (min. 1531.2 below refers), it was agreed that specific consideration would be given to the scope and length of the Vice-Chancellor's periodic report.

**Resolved** that the report be received.

## .3 Report of the Students' Union President

The 2015/16 Students' Union President's first written report covered six topics:

Student Safety/Police Liaison - the Students' Union had signed up to the Safe Taxi Scheme operated by Dragon Taxis and had worked with South Wales

Police on a number of initiatives including the 'Know the Score' campaign established for the period of the 2015 rugby world cup;

details of the training programme for new School Representatives and the recruitment of school executive teams and course representatives including increased resource for representation in the Cardiff School of Art & Design to address issues and feedback from the NSS Survey;

development of the UMAX Student Intern Programme;

improvements and development of commercial operations on both the Llandaff and Cyncoed campuses;

the success of the 2015 Week One Welcome and response to student feedback;

commencement of the process to re-apply for Fairtrade status.

**Resolved** that the report be noted.

**1531. HEFCW Circular W15/23HE: Consultation on Transitional Statement of Intervention**

The meeting noted that some of HEFCW's new regulatory powers under the Higher Education (Wales) Act 2015 had come into force under transitional arrangements which were to operate from 1 September 2015 to 31 August 2017. It was reported that HEFCW had prepared a Statement of Intervention which outlined how HEFCW's intervention powers were to be applied over this transitional period and that HEFCW was required to consult the governing bodies of regulated institutions and other appropriate persons on the Transitional Statement of Intervention.

A consultation document in the form of Circular W15/23HE was presented to allow members of the governing body to partake in the consultation exercise. Initial scrutiny of the Circular identified a number of matters upon which the governing body would wish to comment or seek clarification. It was agreed, therefore, that a response on behalf of the governing body, approved by the Chair or in her absence the Vice-Chair, would be submitted by the due date of 13 November 2015.

**Resolved** that a response to HEFCW's consultation exercise, approved by the Chair or Vice-Chair, would be submitted by 13 November 2015.

**1532. Student Recruitment & Admissions 2015 (Home & EU)**

Pending the availability of more complete data in early November 2015 after completion of registration and verification of data, a written report provided an early indication of Student Intake for 2015 entry (Home/EU). It was reported that as at 30 September 2015 the University had received 3022 acceptances for full time undergraduate courses, including PGCE, from Home/EU markets, being some 97% of the intake target of 3120. At the date of the report there were 239 full time Home/EU postgraduate acceptances and 204 part-time postgraduate acceptances. No data on part-time recruitment were available at this early stage in the recruitment cycle.

General details on the completed 2014 cycle, including comparative data, were to be released by UCAS on 17 December 2015.

Details were provided of current marketing activity for 2016 entry.

The meeting noted significant under-recruitment to programmes presented by the Cardiff School of Education and the consequent appointment of a dedicated staff member to act as an interface with the University's marketing team. It was agreed that an opportunity would be provided during the Spring Term 2016, after the issue of the Furlong report and Minister's response thereto, for the governing body to review the School's portfolio and recruitment profile.

**Resolved** that the report be noted.

### **1533. Report on the National Student Survey 2015**

A written report presented the results of the NSS 2015 and provided an overview of recommended actions. The University had maintained its position as the highest post-92 University in Wales in terms of overall satisfaction with a response rate of 75% (an increase of 12% on 2014) but a drop of 3% in overall satisfaction since 2014. The drop in overall satisfaction to 83% meant that the University had fallen below its HEFCW benchmark of 86% and dropped from 16<sup>th</sup> to 42<sup>nd</sup> in the post-92 rankings (out of 73) and 5<sup>th</sup> to 18<sup>th</sup> in the Alliance rankings (out of 23).

Appendices presented the University's results against the Welsh sector and by individual questions for the years 2010 to 2015, five-year trend data for all themes against sector comparisons and results for the Alliance Group (specifically for post 92 universities).

The report set out the actions being taken to improve performance. It was confirmed that analysis has been undertaken on the qualitative comments in the survey and that a corporate action plan was being developed to cover all aspects of support for NSS. As well as focusing on immediate interventions to support specific programmes, the need had been identified to construct mechanisms by which student concerns would be identified and responded to during the academic cycle. It was planned to review the number and type of surveys being conducted across the University and within Schools to identify good practice and enable remedial action to be taken in-year.

The meeting noted that the Students' Union's performance had remained constant, at satisfaction rates of 68 in 2013 and 67 in both 2014 and 2015, and received details of actions taken and planned to improve performance for the 2016 survey *et seq.*

The imperative to be clear and transparent about the need for and implications of any changes to facilities or the means of delivery was acknowledged.

**Resolved** that the report be noted.

### **1534. Governance:**

#### **.1 Governance Issues**

The meeting received the periodic report on governance issues.

#### **Board and Committee Membership**

A written report sets out details of current vacancies against establishment, being one vacancy on the Board of Governors for a co-opted member and one vacancy for an external co-opted member of the Audit Committee and the potential for further vacancies on 1 August 2016 on the termination of current terms of office.

It was reported that the Nominations & Governance Committee had met immediately before this meeting and that the Committee would be making recommendations for the appointment of a co-opted governor and of an external co-opted member of the Audit Committee to the next meeting.

#### Composition of Academic Board

An application from Academic Board was approved by which Academic Board's composition was varied by the substitution of the new position of Director of Employability for the position of Dean of International Development. This proposal recognised that the current holder of the position of Dean of International Development was also a member of Academic Board as PVC (International) and thus, although adding one member to the composition, the proposal did not increase the number of positions on Academic Board overall.

An appendix to the report presented the composition of Academic Board, as varied.

#### Training

Copies of the Leadership Foundation's Governor Development Programme for 2015/16 had been distributed earlier in the term. Details were provided of the Leadership Foundation event in South Wales on Thursday, 14 April 2016: *Shaping the Agenda in Wales* and of the governors' Self-Assessment Tool.

#### Equality and Diversity

It was confirmed, as agreed at the last meeting, that equality & diversity monitoring forms would be issued to governors during the following the meeting with a request for completion and return by Friday, 6 November 2015/

#### HEFCW Circulars

Details were provided of HEFCW Circulars issued since the last governance report.

#### **Resolved** that:

- .1 the report be noted, and
  - .2 the proposal for revision of Academic Board's composition be approved.
- .2 Review of Effectiveness: Report of the Working Group

A further written report set out the working group's responses to the recommendations in the Review of Effectiveness Report presented on 1 April 2015.

The meeting considered the recommendations and endorsed them and the working group's initial responses in principle subject to further deliberation on mechanisms and resource implications. It was agreed, therefore, that the working group would

reconvene to take forward the recommendations and to give further consideration to compliance with the new HE Code of Governance.

It was suggested that the working group give particular attention to the following recommendations (as summarised):

that a short covering paper for each strategic item on the Board agenda be prepared, setting out the issues for decision and the key options available;

that a conscious effort be made to reduce the length of papers and, whenever appropriate, make use of graphics, diagrams and the like to assist speedy assimilation of the issues – specific consideration was to be given to the scope and length of the Vice-Chancellor's periodic report (min. 1527.2 above refers);

that generally efforts be made to avoid giving to the Board the highly detailed papers which are appropriate for committees;

that greater use is made of technology for the distribution of all Board papers with the opportunity for members to drill down into detail via a secure on-line document archive.

that experiments be undertaken in the use of video-conferencing and skype;

that the Board gives consideration to specific ways in which the Stakeholder Forum can contribute to the University whilst continuing its role as a two-way channel of communication with the community

that the Board considers further ways of enhancing lay governors' appreciation of the University's academic activities (without, of course, infringing the responsibilities of the Academic Board or the executive).

For the sake of completeness it was reported that the recommendations in the positive report on the effectiveness of the Audit Committee, presented to the Board of Governors on 31 March 2015, had been satisfied.

**Resolved** that:

- .1 The working group's initial response to the recommendations in the Review of Effectiveness Report be endorsed in principle;
  - .2 the working group be reconvened to give detailed consideration to the implementation of recommendations and to provide a further report during the Spring Term 2016.
- .2 Clerk's Annual Report (including the Remuneration Committee's Annual Report)

The Clerk's twelfth Annual Report, for the year 2014/15, summarised the composition, structure and operation of the governing body and its compliance with the Instrument and Articles of Government during the last business session. For the first time, as recommended in the report on the review of the governing body's effectiveness (min. 1531.2 above refers), the report included a summary of the governing body's responsibilities together with details of the approved procedure for

the appointment of governors. The report also presented an open summary of the work of the Remuneration Committee during 2014/15.

**Resolved** that the Annual Report be received.

**1535. Any Other Business**

There were no items of additional business.

**RESTRICTED BUSINESS**

**1536. Report on the work of the Remuneration Committee Meeting of 7 July 2015**

In private session the independent and non-staff/student co-opted governors received a written and oral summary of the business of the Remuneration Committee meeting of 7 July 2015. That meeting had: The Committee had conducted the annual review of the Senior Staff Severance Policy and in respect of all senior post-holders had received reports on performance during 2014/15, considered objectives for 2015/16, set assignments, remuneration and terms and conditions for 2015/16.

Signed .....

Date .....