

## NORWICH UNIVERSITY OF THE ARTS

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### COUNCIL

#### Minutes of the Council

Minutes of the meeting of Council held in Conference Suite, 20 Bank Plain, Norwich NR2 4SF on Friday 07 July 2023, commencing at 09.30.

#### **Present:**

Mr M Jeffries (Chair)

Dr S Bradshaw

Ms R Chakraborty

Prof. Lady R Cooper

Ms A Dolatabadi (from Item 5)

Ms A Ferguson

Mr A Grimby

Mr C Lawrence

Prof. S Ofield-Kerr (to Item 12)

Ms J Simpson

Mr L Wells

Mr T Wilson

Ms G Young

Prof. H Carlisle, Dean of Creative Education, NUA (to Item 12)

Mr D Dwyer, Student governor elect (to Item 12)

Mr R Harding, Director of Marketing and Student Recruitment (Presentation only)

Mr R Lee, Students' Union President elect (to Item 12)

Prof. L Nixon, Dean of Research and Knowledge Exchange (to Item 12)

Mr J Smeeth, Chief Operating Officer, NUA (to Item 12)

Mr D Williams, Clerk

#### **In attendance:**

Prof. L Anderson, Pro Vice

Chancellor (Academic), NUA (to Item 12)

Ms A Beckett, Pro Vice-Chancellor (Student Experience) and Academic Registrar, NUA (to Item 12)

#### **Apologies:**

Ms C Armor

Ms C Bray

Ms C Middleton

Mr I Watson

Mr T Wood

### CHAIR'S INTRODUCTION AND WELCOME

The Chair extended a warm welcome to Mr D Dwyer and Mr R Lee, who were attending Council as observers, ahead of commencing their term as the elected student governors.

### PRESENTATION

Mr Rob Harding, the University's newly appointed Director of Marketing and Student Recruitment, presented to Council on his first impressions of the University, the forthcoming brand launch and the marketing and recruitment strategy. The presentation offered an initial assessment, and where changes could be made to strengthen student recruitment.

While the existing course portfolio would allow a significant growth in student numbers over the next few years, in the longer-term the University's growth aspirations would require the introduction of new courses.

The Chair thanked Mr Harding for his presentation.

## INTRODUCTORY ITEMS

### 1. MINUTES OF LAST MEETING

The Council approved the minutes of the meeting held on 24 March 2023. The Chair signed a copy of the minutes.

### 2. MATTERS ARISING FROM THE MINUTES

**Item 6.1 Link Governors:** further work on the Link Governor scheme would take place over the summer. The aim was for the scheme to become operational in the 2023/24 academic year.

**Item 6 Governance Effectiveness Review:** in addition to the Link Governor scheme, the two outstanding matters were the review of academic governance and the scheme of delegation.

## PART 1

### 3. VICE CHANCELLOR

#### 3.1 Vice-Chancellor's report

The VC up-dated Council on GradFest 23. The Fest had successfully showcased the achievements of students. When compared to the previous year, significant improvements in the quality of the work on show were evident. The quality of work across all courses was consistently high. While important progress had been made, further improvements in the quality of work would be necessary before it could be considered "extraordinary".

Improvements in quality of students' work were yet to be fully reflected in the key performance indicators (KPIs). Capturing improvements to, for example, creativity was a challenge. Despite this, it was judged that significant progress had been achieved.

In strengthening the University's approach to student recruitment, it would be important not to undermine existing strengths. This included the high level of personal engagement with applicants.

Use of the newly available space in Bank Plain, would assist with the aim of strengthening the University as a connected community.

When compared to the previous year, staff governors reported that staff had a better understanding of the University's strategic direction and ambition.

The Chair thanked the VC.

Council received the VC's report.

#### 3.2 Significant Risk List

Council reviewed the Significant Risk List (SRL). The format to the SRL had been revised. The overall profile of risks had not however changed greatly.

The target risks were based on a medium-term timeline and took account of the University's risk appetite. Council had not recently reviewed its risk appetite.

**Chair/Clerk**

A number of previous decisions made by Council had an implicitly “open” risk.

Council received the SRL.

### **3.3 Risk Management Policy**

Subject to correcting the reference from Strategic Leadership Team to Senior Leadership Team, Council approved the changes to the Risk Management Policy.

## **4. STUDENT MATTERS**

### **4.1 Students’ Union Report**

The Students’ Union President highlighted progress in establishing the shadow advisory board, and plans to enhance the Union’s capabilities.

The advisory board had met for the first time. The Board was expected to meet 4 or 5 times a year. The Board was an interim structure, pending a more permanent change in the Union’s legal status and the establishment of a board of trustees.

Council was reminded that there was need to strengthen the Union’s independent and resource base to enable it to increase the support it provided to the student body.

Ahead of the Union’s future planned relocation to Bank Plain, an increase in the block grant would enable an expansion of the Union’s permanent staff base.

It was agreed that formal proposals detailing changes to the Union’s constitution and a request for an uplift in the block grant should be brought to the following meeting of Council for approval.

**SU President**

The President outlined developments in respect of the Union’s operations. These included proposed changes to the titles of the President and Vice-President and the establishment of an Inclusion, Equality and Diversity Committee. Council’s attention was also drawn to the information about the Union’s income and expenditure which showed actual against budgeted spend for 2022/23.

Council noted the report.

## **5 ACADEMIC GOVERNANCE**

### **5.1 Academic Board Minutes, 15 June 2023**

The Creative Learning Strategy and the framework for Post-Graduate Taught (PGT) awards were drawn to Council’s attention. The PGT framework was designed to enhance the University’s ability to offer short courses, and allow students the opportunity to accumulate credit.

Council noted that a governing body’s responsibility for the assurance of academic governance remained a challenging area for all the higher education providers.

The minutes of the meeting of Academic Board were noted.

**6. PRESS**

Council was informed about the outcome to a recent inquest into the suicide of a student of the University, which had occurred in January 2022. While no blame at the inquest had been attached to the University, ahead of the inquest the University had carried out a lessons learned assessment of the circumstances which led to the suicide.

The local press had sought to attach some blame to the University, citing the role of cyber bullying as a contributory cause of the suicide. There remained a risk that the story could be picked-up by the National press. The University was continuing to monitor the situation.

Council was adjourned for a short break.

## PART II

**7. CHAIR'S COMMENTS AND ANY OTHER BUSINESS MATTERS****7.1 Chair's update**

The Chair reported on the difficulties currently being experienced by the University of the East Anglia (UEA). The VC had met with the VC of UEA on the day prior to Council. UEA planned to maintain its existing course portfolio, but would reduce the number of support staff it employed. This might assist the recruitment of professional services staff by the University.

On behalf of the Council, the Chair extended his thanks to the VC and senior team for their work and achievements during the year.

**7.2 Any other business requests**

There were no other business requests.

**REPORTS FROM COMMITTEES****8. REPORT FROM NOMINATIONS COMMITTEE****8.1 Unconfirmed minutes of the meeting held on 23 March 2023.**

The Chair introduced the unconfirmed minutes of the meeting held on 23 March 2023.

The Committee had considered succession planning and a working paper on the appointment of the next Chair of Council would be shared with Council at its next meeting.

**Chair/Clerk**

The discussion on inclusion, equality and diversity was drawn to Council's attention. With the agreement of Council, the Director of Human Resources would contact governors individually by email to request personal data for submission to the Higher Education Statistical Agency (HESA). The personal data returned would remain private, and only aggregate data as collated by HESA and covering all higher education providers would be made public.

**Director of Human Resources**

Council received the minutes of the Nominations Committee.

**9. REPORTS FROM THE FINANCE AND RESOURCES COMMITTEE**

**9.1 Unconfirmed minutes of the meeting held on 09 June 2023.**

The Chair drew Council's attention to the strength of the balance sheet and cash flow. During 2022/23, costs had been controlled and a positive financial outcome had been achieved.

The Committee had reviewed benchmarking data, which confirmed the University's financial strength, and asked that management give further consideration to the provision of additional student residential accommodation.

Council received the minutes of the Finance and Resources Committee.

**9.2 Finance Report, June 2023 – Executive Summary**

The budget reflected a largely flat revenue line, and rising costs. The level of surplus would fall. This was in-line with the University's planned strategy.

Council approved the budget for 2023/24.

**10. REPORTS FROM THE AUDIT COMMITTEE**

**10.1 Unconfirmed minutes of the meeting held on 16 June 2023.**

The Committee had considered the risk appetite and given further consideration to the matter of cyber security. The Committee had determined that cyber security would become a standing item on the agenda for all of the Committee's future meetings.

Work on assurance mapping was continuing to evolve.

The Committee had reviewed the external audit plan submitted by the external auditors.

The external auditors were undertaking their first audit of the University's financial statements. The internal auditors were completing their second year with the University.

The minutes of the Audit Committee were received.

**10.2 External Auditors' Engagement Letter**

The cap to the External Auditors' liability was drawn to Council's attention. The associated risks to the University arising from the cap were judged to be low.

Council approved the signing of External Auditors' Engagement Letter.

**Chair of Audit**

**10.3 Health and Safety Annual Report**

Council noted the H&S annual report.

**10.4 Change to Committee name**

The change of name from the Audit Committee to the Audit and Risk Committee was approved.

**11. REPORTS FROM THE PEOPLE COMMITTEE**

**11.1 Unconfirmed minutes of the meeting held on 19 June 2023.**

The Deputy Chair of the Committee introduced the minutes, and drew Council's attention to the discussion on the KPIs, the possible use of mentoring and the forthcoming staff survey.

The minutes of the People Committee were received.

On behalf of Council, the Chair thanked the retiring President of Students' Union, Ms J Simpson, for her work on Council and on behalf of the University's students. Ms J Simpson received a gift from Council.

The Clerk to the governing body was retiring from the role, and was thanked for his considerable contribution to the effectiveness of the university's governance. The Clerk received a gift from Council.

***Members of the Executive and the student governors elect, together with the VC, left the meeting.***

**12. REPORTS FROM THE REMUNERATION COMMITTEE**

**12.1 Unconfirmed minutes of the meeting held on 19 June 2023.**

The Chair of the Committee introduced the minutes.

The Committee had considered the proposed changes to the salaries of the senior leadership team and the VC.

The Committee was mindful of the need to review all salaries above the benchmark of £100k, as these are reported in the University's annual report and financial statements.

The low-level of expenses incurred by the senior post-holder, and the reasons, were noted.

A review of the University's performance during the year had shown evidence of significant progress. Some areas required further work.

The Council received the minutes.

**12.2 Terms of reference**

The changes to the terms of reference were approved.

**12.3 Annual Remuneration Report**

Council received the Annual Remuneration Report.

**13. CHAIRMAN'S CLOSING REMARKS**

The next meeting of Council, together with the Away Day, would be held on 06 October 2023.