# NORWICH UNIVERSITY OF THE ARTS

**COUNCIL**

Minutes of the Council

Minutes of the meeting of Council held in Cavendish House Boardroom, on Friday 17 November 2023, commencing at 9:30am.

## Present:

Mr M Jeffries (Chair) Ms C Armor

Ms C Bray

Ms R Chakraborty Ms A Ferguson Mr A Grimbly

Mr C Lawrence Prof. S Ofield-Kerr Mr K Pink

Prof Lady R Cooper Ms C Middleton

Mr R Lee Mr D Dwyer Mr I Watson Mr T Wilson Mr T Wood

Ms G Young

## In attendance:

Ms A Beckett, Pro Vice-Chancellor (Student Experience) and Academic Registrar

Prof. H Carlisle, Dean of Creative Education

Prof. L Nixon, Dean of Research and Knowledge Exchange

Mr J Smeeth, Chief Operating Officer Ms A Mulcairn, Deputy Clerk

Ms L Warwick, Director of Human Resources, Item 3.3 only

Mr S Belderbos, Director of Finance and Planning, Items 9-10.2 only

## Apologies:

Dr S Bradshaw Mr L Wells

Ms G Young

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|  | **CHAIRMAN’S INTRODUCTION AND WELCOME**  The Chair opened the meeting and welcomed the governors. |
| **1.** | **MINUTES OF LAST MEETING** |
|  | Council approved the minutes of the meeting held on 6 October 2023. |
| **2.** | **MATTERS ARISING FROM THE MINUTES** |
|  | The Chair noted that the deadline for applications for the role of Chair Designate would be 27 November 2023. |

**PART 1**

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| **3.** | **VICE CHANCELLOR** |
| **3.1** | **Vice Chancellor’s Policy and Performance Update**  The Vice Chancellor (VC) introduced the report.  Council considered the portfolio expansion plans, noting that the new courses were in line with the goals of the strategy and operational plan. Council noted that the new courses had been designed with both local industry and practitioners and was satisfied that they would be both creditable and desirable for an expanding student market. New courses would offer a broad knowledge base in line with the offer from other providers, with the ability to specialise and gain industry experience. Overall, Council was confident that  the portfolio expansion maintained a strong creative ethos and aligned with the creative ecology of the courses on offer at the University. |

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|  | Council discussed the options around short course provision, noting that the report on the Office for Students (OfS) short course trial project would be released soon, and would feed into the University’s own short course provision. |
| **3.2** | **Operational Plan KPIs** |
|  | The Chief Operating Officer (COO) introduced the report.  The main update was to the National Student Survey (NSS) results – while all indicators had increased on last year, the majority were still under the internal targets set by the operational plan. Council was satisfied that NSS KPIs were on a positive trajectory.  It was agreed that targets should be reviewed and recalibrated where necessary in line with the ambitions of the new strategy.  **Chief Operating Officer**  Council discussed the KPIs for student recruitment and requested regular updates on key warning indicators that could be used to predict future recruitment trends. It was noted that options for an improved data dashboard system were being explored, which would enable management at all levels to be responsive and attentive to recruitment data. |
| **3.3** | **People Strategy** |
|  | The Director of Human Resources gave a presentation on the draft People Strategy.  Council noted the progress to date on the development of the People Strategy and that the next version with the Operational Plan would be received by the People Committee in the spring.  Council thanked the Director of Human Resources for the work of the department, and the Council noted its confidence that the People Strategy would deliver much needed change needed for the University and its people. |
| **3.4** | **Academic assurance and governance** |
|  | The Vice-Chancellor, Dean of Creative Education, and Pro-Vice Chancellor (Student Experience) & Academic Registrar delivered a presentation.  Council was satisfied with the level of scrutiny built into the regulatory framework for academic assurance, noting that the University continued to benchmark its processes against the Quality Assurance Agency (QAA) UK Quality Code, although this is no longer a statutory requirement for English providers.  Council noted that the baseline data that informed course level academic quality enhancement plans was pulled from many places including NSS results and graduate outcomes data. This provided data informed recommendations at a course level for teaching and learning improvements. Council was satisfied with the governance of this process, noting the  involvement of students and staff through student forums and teaching standards committees before receiving formal sign-off by the Academic Board. |

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|  | The creative learning strategy had been approved and course enhancement planning was underway, which would provide data to link the actions in the quality enhancement plans to survey and data outcomes. Council noted that the final quality indicators would be received at the March meeting following completion of the annual monitoring process and scrutiny by Academic Board in December.  Council agreed that it had a better understanding of how academic quality was assured and governed and noted that Audit and Risk Committee would include quality procedures in plans for future internal audits. |
| **3.5** | **Academic Board Minutes** |
|  | Council received the unconfirmed minutes of the Academic Board Meeting held on 11 October 2023. |
| **3.6** | **Risk Register and Risk Appetite** |
|  | The Chief Operating Officer delivered a presentation on risk appetite.  Council noted that the Significant Risks List had moved to a more dynamic excel format and updated risk management policies had been approved by Council in July, but that the overall risk appetite had not been reviewed since 2019.  Council agreed that risk tolerance levels should be expanded in view of the increased level of opportunities available. They agreed that a regular review of risk appetite and tolerance levels should be annually undertaken by the Council.  **Clerk/Chair**  Council agreed to maintain the low risk profile for compliance and noted that financial risk should be slightly increased to reflect the need to take some financial risks in the face of the stagnant student fee cap, increasing operational costs and other external factors which suppressed income.  Council reflected that reputational risks had already been taken, such as the rebranding project and the portfolio expansion work. Council resolved that reputational risk should be amended to a higher tolerance level in the University’s existing risk appetite profile. Council noted that delivering increases in the student recruitment market will require an amount of reputational risk, especially in the arts and creative sector, and therefore resolved to increase the risk appetite in this area.  **Chief Operating Officer**  Council noted that Research and Knowledge Exchange should be open to risk, as should the student experience category, as these are key areas of expansion and development for the University in its strategy.  Council agreed to the proposed reassessment of risk appetite, pending the stated increases in tolerance to reputational, financial, and commercial/income generation risk categories.  **Chief Operating Officer**  Council noted that the risk appetite descriptions needed an expanded definition to ensure that these terms matched up with the spectrum rating.  **Chief Operating Officer** |

Council noted that the risk appetite should be reviewed alongside the Significant Risks List in future meetings. The updated risk appetite would go to Audit and Risk Committee to be signed off and would be agreed by Council at the March meeting.

**Clerk/Chief Operating Officer**

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| **4.** | **STUDENT MATTERS** |
| **4.1** | **Students’ Union Report**  The Students’ Union President delivered a verbal report.  The Students’ Union (SU) had undertaken a successful survey of students’ which will inform the future campaigns and development of the SU. They were launching an internal Equality, Diversity and Inclusion Committee which has seen a large amount of interest from students. The Halloween events schedule saw 90 student attendees and plans were in place to increase awareness amongst second and third year students of what the SU can offer. There was a successful programme of events for Black History Month, including a collaborative gallery event with the University of East Anglia’s Student Union.  The SU are supporting intermitting students to access University resources and support, and initiatives such as the community pantry are increasing the sense of larger student community.  The SU was working towards the general election next year, ensuring that students are engaged with the issues and registered to vote, in line with SU priorities and OfS requirements around voter registration.  A Managing Director had been appointed and would begin the role in the new year, leading on the SU development plan. The Council commended the SU  on a successful round of recruitment. |

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|  | **PART II** |
| **5.** | **CHAIR’S COMMENTS AND ANY OTHER BUSINESS MATTERS** |
| **5.1** | **Chair’s update**  The Chair noted that the Committee of University Chairs had held its second conference, where Robert Halfon, Minister of State for Education, focused on Lifelong Learning, and it was reported that OfS had recently raised with the CUC its concerns around sexual harassment on campuses. |

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| **5.2** | **Any other business requests** |
|  | There were no other business requests |
| **6.** | **GOVERNANCE AND ASSURANCE MATTERS** |
| **6.1** | **Private session of Council** |
|  | Council received the note of the meeting held on 6 October 2023 |
| **6.2** | **Prevent monitoring report and annual accountability statement** |
|  | The Pro-Vice Chancellor (Student Experience) & Academic Registrar introduced the report. |

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|  | The Chair of the Council signed the report and made a statement on behalf of the governors that the duties are being discharged under the Prevent legislation appropriately.  The Chair signed the Annual Accountability Statement. |
| **6.3** | **Update on the implementation of the actions arising from the Governance Effectiveness Review**  The Pro-Vice Chancellor (Student Experience) & Academic Registrar introduced the report.  Council noted the progress that had been made against the action plan, and that a self-evaluation on academic governance would be undertaken at the end of the academic year that will finalise the work arising out of the Governance Effectiveness Review. |
|  | **REPORTS FROM COMMITTEES** |
| **7.** | **REPORT FROM THE PEOPLE COMMITTEE** |
| **7.1** | **Unconfirmed minutes of the meeting held on 19 October 2023** |
|  | Council received the unconfirmed minutes of the People Committee. |
| **8.** | **REPORT FROM AUDIT AND RISK COMMITTEE** |
| **8.1** | **Unconfirmed minutes of the meeting held on 30 October 2023** |
|  | Council received the unconfirmed minutes of the Audit and Risk Committee. |
| **8.2** | **Audit and Risk Committee Annual Report** |
|  | Council received the Audit and Risk Committee and the following updates from the Chair of the Committee.  There were some amendments to the wording of the internal auditors’ report to help clarify the recommendations, and to reconcile this with the overall opinion given. Where there were findings in the audit reports, these were not indicative of inherent problems but were significant enough to affect desired outcomes.  The report for the Higher Education Statistics Agency (HESA) was being finalised. |
| **9.** | **REPORT FROM JOINT AUDIT AND FINANCE AND RESOURCES COMMITTEE** |
| **9.1** | **Unconfirmed minutes of the meeting held on 30 October 2023** |
|  | Council received the minutes of the meeting of the Joint Finance and Resources and Audit and Risk Committee. |
| **9.2** | **Commentary on the financial statements 2022/23** |
|  | Council noted that the appointment of new auditors had given a fresh perspective on the accounts. There were no material adjustments to the accounts, or significant deficiencies and any recommendations were housekeeping points, which showed where further improvements could be made. |

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|  | Due to external factors the pension scheme appears to be in surplus, which is reflected in a £nil position on the accounts. The Council was satisfied that this was a sensible way of accounting for the surplus. |
| **9.3** | **HW Fisher - External Auditors Report 2022/23** |
|  | The External Auditors had issued a positive opinion. No significant adjustments or matters of control had been identified.  Council noted that the external audit was held relatively early in the year compared across the sector which resulted in some reports being published later than desired. Council noted that the timings of future autumn meetings of the Audit and Risk Committee would be reviewed. |
| **9.4** | **Financial Statements for Norwich University of the Arts 2022/23** |
|  | Council was confident that the financial statements were an accurate record and reflected the strong financial position of the University.  The Report and Consolidated Financial statements for 2022/23 were approved by Council and signed by the Chair. |
| **10.** | **REPORT FROM FINANCE AND RESOURCES COMMITTEE** |
| **10.1** | **Unconfirmed minutes of the meeting held on 30 October 2023** |
|  | Council received the unconfirmed minutes of the Finance and Resources Committee. |
| **10.2** | **Financial Report October 2023 – Executive Summary** |
|  | Council noted the likelihood that the surplus in the investment and capital spend would reduce over time. Council was confident that mitigating actions could be implemented if needed to reduce spend. |
| **11.** | **CHAIRMAN’S CLOSING REMARKS** |
|  | The Chair noted that there would be an update on performance and the operational plan for 2024 at the end of January, that would be circulated electronically to governors.  **Clerk/Vice-Chancellor**  The Chair would be undertaking informal conversation with governors on a one to one basis from the start of the new year  **Clerk**  The dates of the upcoming meetings for 23-24 would be circulated, to be followed by the 24-25 meeting dates as soon as confirmed. Upcoming meetings would be sent out to governors via outlook calendar invites.  **Clerk** |
| **12.** | **DATE AND TIME OF THE NEXT MEETING** |
|  | The next meeting of Council would take place on Friday 22 March 2023 at 10.30am, with Nominations Committee meeting at 09.30am. |