Welcome, Apologies and Declarations of Interest

The Chair welcomed attendees to the meeting. Apologies had been received from Mr Majithia, Mrs Mahendra, Mr McKean, Ms Plant, Dr Reeves and Mr Rogers.

The members present confirmed they did not have any interests to declare.

Confirmation of Minutes and Matters Arising

.1

The minutes of the 183rd meeting held on 10 May 2018 (document GM183) and the 184th meeting held on 16 May 2018 (document GM184) were approved as a true record.
Office for Students Submission: The submission had identified areas of focus for the University. The Board asked how progress would be reported back to the Board. Professor Latham confirmed this would be included within his quarterly reports to the Board.

Catering: Mr Alcock confirmed that a new catering supplier had been successfully procured. Mr Ajare confirmed that student engagement had featured in the procurement activities.

185/4
Work Plan

The Clerk confirmed that a new work plan would be issued for the 2018/19 academic year (action).

185/5
Vice-Chancellor’s Report

.1 Professor Latham introduced his report (document G185-2) which was taken as read. The following matters were discussed:

(a) Staff Diversity: The Board discussed diversity within the workforce and how this could be improved, particularly regarding gender and BME appointments. Professor Latham outlined how the University was addressing this, with particular reference to internal progression. The Board were provided with an overview of the leadership development programme. The Board requested a measure was used to evaluate performance in this area. It was suggested that the HR Committee received a paper on this matter and reported on this to a Board of Governors meeting (action).

(b) Clearing: Professor Latham confirmed the arrangements for clearing and outlined the general themes within the sector. The Board discussed unconditional offers to students and the impact this has upon clearing. The Board also considered the number of Credit Accumulation and Transfer Scheme (CATS) points the University required from potential students. The Board reflected upon the University’s widening participation roots and discussed how Coventry University graduates developed their social capital skills, in addition to their studies.

.2 The Board NOTED the report.

185/6
Research Pillar

.1 Professor Latham introduced his paper (document G185-3) and provided the Board with a brief background of the research pillar of the Corporate Plan. The Board considered how the indicators were populated and the factors that could influence performance. The Board held a detailed discussion on the University’s performance in the Research Excellence Framework (REF). It was agreed that Professor Dashwood would provide a report on REF performance to the Board on a bi-annual basis (action).
The Board discussed the number of staff undertaking PhDs and how this measure may be influenced by differing study routes. The Board discussed the wide range of doctoral programmes offered by the University.

The Board discussed the University’s research activities and acknowledged that the culture of the University needed to evolve from a teaching only institution to meet its research aspirations within the corporate plan.

The Chair advised that the paper had been provided to the Board upon the request of the governing body and asked if Governors had any further questions. The Board were content that the paper addressed their questions sufficiently. The report was NOTED.

185/7
Operational Update

Mr Alcock’s report (document G185-4) was taken as read and the contents duly noted by the Board. The following matters were discussed by the Board:

(a) Project Management Office (PMO): Mr Alcock advised that the PMO was to be established with interviews for the Head of PMO to be undertaken shortly. In response to a question from the Board, Mr Alcock provided a brief outline of how the PMO would interact with the organisation.

(b) Strategic Projects: The Board requested that the Strategy, Finance and Resources Committee was provided with an update on CU Online’s performance against its business plan.

(c) Estates Development: Mr Alcock advised that assurance reviews were being undertaken. He confirmed that the Board would be informed of the outcome in due course. Mr Alcock provided a brief overview of the estates projects.

The Board NOTED the report.

185/8
Refreshed Corporate Plan

The Board reflected that it had provided extensive feedback on the earlier drafts of the refreshed Corporate Plan (document G185-5) and were content that their comments had been incorporated into the final version.

It was RESOLVED that the Refreshed Corporate Plan be approved.
185/9

Budget and Estimates and Annual Accountability Return to the Office for Students

.1 The Chair stated that due to the late submission of the financial items, the Board were unable to go through the reports in sufficient detail prior to the meeting. Mr Bissett confirmed that members of the Strategy and Resources Committee had met with key finance team members after their Committee meeting on 19 June 2018 to discuss the papers. The Chair informed the Board that the submission deadline was later than in previous years and was not until 17 September 2018. The Chair suggested that due to the shortness of time for consideration of the papers, that the Board submitted questions to Mr Langston to be discussed at a meeting to be arranged and attended by governors. The Chair requested that governors expressing an interest in attending such a meeting with Mr Langston contacted the Clerk to the Board. The Chair confirmed that should the Board agree such an approach, the outcome of the meeting would be reported back to the Board prior to the September meeting.

.2 The Board were content with the proposal but identified that a robust executive process for budget proposals would be required in future.

.3 It was RESOLVED that further consideration of the budget and estimates be delegated to members of the governing body by meeting with the finance team and for the outcome to be reported back to the Board of Governors for their approval (action).

185/10

P11 Group Management Accounts

.1 Mr Marlow presented the P11 Group Management Accounts (document G185-7). The Board discussed expenditure and turnover and identified the impact of recruitment, research income and international student fee income.

.2 The Board NOTED the P11 management accounts.

185/11

Student Governor and Coventry University Students’ Union (CUSU) Update

.1 Mr Abel joined the meeting for this item.

.2 Mr Ajare provided an overview of the priorities for CUSU over the coming year in the areas of community, PG engagement, mental health and wellbeing, education experience and sports participation.

.3 Mr Adebanjo outlined CUSU’s priorities for society activities and events. He identified the need for CUSU to have a presence within the CU Group and online. Mr Adebanjo advised that CUSU priorities for the coming year were also liberation (in terms of diversity and attainment), international experience and ensuring multi-faith inclusivity.
Mr Abel advised he attended the meeting on an annual basis to update the Board of Governors on salient CUSU matters. He confirmed that the CUSU strategic plan would be refreshed in a year’s time to fit with the University’s refreshed corporate plan. Mr Abel informed the Board of the changes that had occurred within CUSU over the last year, such as staff restructuring and the need to amend the CUSU constitution to ensure it was fit for purpose going forwards.

The Board recognised its responsibilities under the Education Act 1994 for ensuring that CUSU operated in a fair and democratic manner and is accountable for its finances. The Board requested that CUSU’s year-end accounts were included within its annual workplan to demonstrate governing body oversight of CUSU’s activities (action).

The Board acknowledged the important role CUSU played in supporting students. The Board discussed the different offerings from the University such as May starts and online courses, and identified the opportunities this presented for CUSU to support students. The Board suggested that any CUSU initiatives to support students could be presented to the Academic Affairs Committee. The Board requested that the CUSU strategy was presented to the Board of Governors on an annual basis (action).

The Board identified that it had provided funding around eighteen months’ ago to provide extra posts within CUSU. The Board requested that the outcome of this funding was reported to a future meeting (action). The Board discussed funding of CUSU and discussed if a two year agreement on finances may be beneficial but agreed to explore this at a future meeting (action).

The Board NOTED the report. Mr Abel left the meeting.

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**185/12**

**Appointments to the Board**

The paper (document G185-9) was taken as read. The Board approved the following appointments:

(a) The appointment of Mr Furrkh Aslam as a Staff Governor, for a three year term of office, effective from 01 September 2018 until 31 August 2021;
(b) The appointment of Mr Nick Sale as an Independent Governor for a three year term of office, effective from 01 September 2018 until 31 August 2021;
(c) The appointment of Gemma Towns as Clerk to the Board of Governors;
(d) The appointment of Mr Rav Bagri as a member of the Commercial Advisory Committee for a three year term of office, effective from 01 September 2018 until 31 August 2021; and,
(e) The appointment of Ms Nemone Wynn-Evans as a member of the Commercial Advisory Committee for a three year term of office, effective from 01 September 2018 until 31 August 2021.
Nominations for Honorary Awards

.1 Professor Latham requested comments from the Board of Governors upon the nominated candidates and advised that Academic Board were the approving authority for such awards.

.2 The Board confirmed it did not have any objections to the proposed candidates. The Board requested the process for approving honorary awards was finalised in conjunction with the role of the Honorary Awards Committee.

185/14
UKRI Strategic Prospectus Briefing Note

The briefing note (document G185/11) was taken as read. The Board NOTED the paper.

185/15
Bishops Gate Lease

The paper (document G185/12) was taken as read. It was RESOLVED that the Board approved the full and final lease for the letting of retail unit number 1 at Bishops Gate.

185/16
Establishment of Singapore Legal Entities

.1 The paper (document G185/13) was taken as read.

.2 It was RESOLVED that the Board approve the incorporation of a subsidiary of Coventry University in Singapore and the registration of a branch of Coventry University in Singapore.

185/17
Health and Safety Annual Report

.1 Mr Trim joined the meeting. His report (document G185-14) was taken as read. The Board discussed the one major accident that had occurred during the 2016/17 academic year. Mr Trim provided the Board with an overview of this case and confirmed that the staff member was back at work. Mr Trim confirmed that lessons had been learned from the case and confirmed that other equipment had been checked to ensure no similar accidents could arise.

.2 The Board discussed the statistic for minor fires. Mr Trim confirmed that the definition within the HE sector had changed to include smoke; this had resulted in an increase in the number of reported minor fires.

.3 The Board NOTED the report. Mr Trim left the meeting.
187/18
Strategy and Resources Committee

.1 The Board NOTED the workplan (document G185-15) for the Strategy and Resources Committee.

.2 The business case for CU Poland (document G185-15a) was taken as read. The Board identified that the business case had been considered by Strategy and Resources Committee on 19 June 2018 and had been recommended to the Board for approval. The Vice-Chancellor outlined the rationale for the business case. The Board had a robust discussion on the opportunities and risks related to the project. It was RESOLVED that the business case for CU Poland be approved.

185/19
Audit and Risk Committee

.1 The Board NOTED the workplan (document G185-16) for Audit and Risk Committee.

.2 It was RESOLVED that the CU Modern Slavery Statement 2018 (document G185-16a) be approved.

185/20
Human Resources Committee

.1 The Board NOTED the workplan (document G185-17).

.2 It was RESOLVED that the Conflict of Interest Policy (document G185-17a) be approved.

185/21
Academic Affairs Committee

The Board NOTED the workplan (document G185-18).

185/22
Committee Review

.1 The paper was taken as read by the Board (document G185-19). The Chair confirmed the recommended appointment to the Academic Affairs Committee should be Ms F Secondino and stated the accompanying paper would be amended accordingly. It was RESOLVED that:

(a) Strategy and Resources Committee be dissolved with effect from 31 August 2018;
(b) Investment Committee be dissolved with effect from 31 August 2018;
(c) Strategy, Finance and Resources Committee be operational from 01 September 2018;
(d) Governance and Nominations Committee be operational from 01 September 2018;
(e) Keith Bissett be appointed as Chair of Strategy, Finance and Resources Committee and
    as Chair of Governance and Nominations Committee, with effect from 01 September
    2018 and to run commensurate with his term of office as Chair of the Board;
(f) Tochukwu Ajare, Adedoyinsola Adebamjo, Fiona Secondino and Louise Leong be
    appointed to the Academic Affairs Committee, with effect from 01 September 2018
    to run commensurate with their terms of office on the Board;
(g) Nick Sale be appointed as an Independent Governor with effect from 01 September
    2018 to 31 August 2018 and be appointed to the Human Resources Committee and
    Remuneration Committee for the same period;
(h) Sara Leavelsley be appointed as an External Co-opted Member, to the Audit and Risk
    Committee, with effect from 01 September 2018 until 31 August 2021;
(i) Andy Meehan be appointed to Remuneration Committee, with effect from 01
    September 2018 to run commensurate with his term of office on the Board;
(j) Nick Owen be appointed to the Governance and Nominations Committee, with effect
    from 01 September 2018, to run commensurate with his term of office on the Board.
(k) The terms of reference for Strategy, Finance and Resources Committee be approved
    with effect from 01 September 2018;
(l) The terms of reference for Governance and Nominations Committee be approved
    with effect from 01 September 2018;
(m) The terms of reference for HR Committee be approved with effect from 01 September
    2018;
(n) The terms of reference for Academic Affairs Committee be approved with effect from
    01 September 2018;
(o) The terms of reference for Audit and Risk Committee be approved with effect from
    01 September 2018; and,
(p) The terms of reference for Remuneration Committee be approved with effect from
    01 September 2018.

185/23
Advisory Committees

.1 The Board noted the paper (document G185-20) and the proposals therein. The Board
approved the creation of Advisory Committees. It was RESOLVED that

(a) A Commercial Advisory Committee be established from 01 September 2018 with the
    terms of reference at Appendix A and membership as detailed in Appendix D;
(b) The Education Common Board be dissolved with effect from 31 August 2018;
(c) An Education Advisory Committee be established from 01 September 2018 with the
    terms of reference at Appendix B and membership as detailed in Appendix E;
(d) The establishment of an International Advisory Committee from 01 September 2018
    with the terms of reference at Appendix C and membership as detailed in Appendix
    F; and,
(e) The Clerk to the Board to make the necessary filings at Companies House to effect the
    proposals.

185/24
Governor Attendance Logs 2017/18

The Chair requested that the attendance logs paper (document G185-21) was updated in view of the late apologies received for the meeting. The Board NOTED the attendance logs.

185/25
CUC HE Code of Governance 2018

The paper was taken as read and duly noted (document G185-22). The Board ADOPTED the refreshed CUC Higher Education Code of Governance.

185/26
Schedule of meetings 2018/19

The paper was taken as read (document G1852-23). It was RESOLVED that the proposed meeting dates for 2018/19 be approved.

185/27
General Regulations for the Group

The paper was taken as read (document G1852-24). It was RESOLVED that the amendments to the General Regulations for 2018/19 be approved.

185/28
Any Other Business

.1 The Chair noted that it was the last meeting of Mr Majithia, Mr Crockett, Dr Cox and Professor Norton. He thanked them for their valuable contributions to the governing body.

.2 The Deputy Chair confirmed it was the Chair’s last meeting and on behalf of the Board, thanked the Chair for his leadership and commitment to the University.

.3 Dr Cox, Ms Secondino, Mr Ajare and Mr Adebanjo left the meeting.

185/29
Confidential item

Confidential minute.

Meeting concluded at 6:10pm
Next meeting: 27 September 2018