

Minutes:	Board of Governors
Time and date:	10:00, Thursday 29 February 2024
Location:	The Yard, room 3.05 and 3.06
Present:	Ian Squires (Chair), Alison Court (from item 88), Stuart Dawkins, Phil Grierson, Amir Iqbal, Priya Karasala, Jonathan Kerry, Jonathan Mills, Patrick Moody, Abdul Mullick, Katie Normington, Buddy Penfold, Sardip Sandhu, Beverley Shears, Shikha Singh, Peter Tansley, and Dan Toner (from item 88)
In attendance:	Andrew Burton (Immigration Compliance Manager) (item 102), Simon Bradbury (Pro Vice-Chancellor International) (item 95), Fiona Cownie (Co-opted member of the Audit and Risk Committee) (item 99), Mel Fowler (Executive Director of Marketing and Communications) (item 91), Richard Greene (Deputy Vice-Chancellor), Tracey Jessup (Chief Transformation Officer) (items 96, 97 and 98), Chloe Keenan (Governance Officer), Debbie Muddimer (Executive Director of Finance and Procurement), Manjeet Ridon (Head of DMU London) (item 94), Harpreet Sandhu (Head of Legal Services) (item 95)
Secretary:	Nick Jeffs; nick.jeffs@dmu.ac.uk

CONFIRMED

83 Apologies for absence

Apologies for absence had been received from Peter Collyer, Vivek Ganotra, Paul Woodgates and Nikki Pierce. Apologies for late arrival had been received from Alison Court and Dan Toner.

84 Declarations of any pecuniary, family or other personal interests

No declarations of pecuniary, family or other personal interests were made in respect of any items on the agenda.

The university maintains a Register of Interests, which records standing declarations of pecuniary, family or other personal interests from all members of the Board of Governors and the University Leadership Board.

Bev Shears noted that her term of office as a member of the British Transport Police Authority had come to an end. The university's Register of Interests would be updated accordingly.

85 Decision taken between meetings

RESOLVED:

That the approval of the audited financial statements, by the Chair of the Board and the Chair of the Audit and Risk Committee, following the completion of the external audit in early January 2024, be noted.

86a Minutes of the 30 November 2023 meeting

RESOLVED:

That the minutes [86a] of the 30 November 2023 meeting of the Board of Governors be approved.

86b Minutes of the 14 December 2023 extraordinary meeting

RESOLVED:

That the minutes [86b] of the 14 December 2023 extraordinary meeting of the Board of Governors be approved.

87 Matters arising

All of the matters arising [87] had either been completed or were scheduled for consideration at a future meeting of the board.

Alison Court and Dan Toner joined the meeting at this point

88 Report from the Chair

The Chair of the Board delivered an update concerning a range of issues:

- i. The Chair of the Board, Vice-Chancellor, and Registrar (Academic) and Secretary to the Board of Governors had met with the Office for Students to discuss the issue of contract cheating and whether there was any evidence to suggest it was taking place at DMU.
- ii. Governors were reminded of the presentation that would be delivered by Associated Architects, concerning the university's new Estates masterplan, which would take place immediately following the close of the meeting.
- iii. Governors were advised that, due to delays in reporting, item 105, 'Governor remuneration', would be deferred and considered by the board at its next meeting.

RESOLVED:

That the report be noted.

89 Report from the Vice-Chancellor

The Vice-Chancellor introduced a report [89] concerning a range of recent developments in relation to the university and the higher education sector as a whole. Arising from the discussion of this item, and questions from governors, the following points were highlighted:

- i. Looking ahead to the forthcoming general election, it was suggested that, should there be a change of government, there was likely to be little in the way of immediate changes to the sector's financial position.
- ii. It was recognised that changes to the sector as a result of institutions failing might present opportunities for both mergers and acquisitions, but would also likely lead to changes in the competitive landscape in which DMU would be operating. It was noted that no approaches had yet been made to DMU in terms of opportunities for mergers or acquisitions.

- iii. It was noted that universities were likely to have in place a Student Protection Plan, which would outline the steps that would be taken in the event of an institution failing.

RESOLVED:

That the report be noted.

90 Report from the Student Governors

The student governors delivered an update concerning a range of issues relating to the students' union:

- i. The union had held a number of successful events to welcome to the university those students beginning their studies in January 2024.
- ii. It was noted that the union had not yet observed or been made aware of any issues on campus in relation to the Israel-Gaza conflict.
- iii. It was noted that elections would shortly be opening for a number of students' union roles, including the executive officers.

RESOLVED:

That the report be noted.

91 Recruitment and admissions update

The Executive Director of Marketing and Communications introduced a report [91] concerning the university's performance in terms of student recruitment and admissions. Arising from the discussion of this item, and questions from governors, the following points were highlighted:

- i. **[Redacted]** It was suggested that it would be useful for the board to explore the university's relationship with DMUIC in greater detail. To this end, it was agreed that an overview report would be submitted to a future meeting, and that an opportunity be arranged for governors to visit the college.
- ii. The board welcomed the introduction of an April intake for one of the university's postgraduate taught programmes. It was noted that, whilst not unique to DMU, April intakes were not widespread across the sector.
- iii. Noting a decrease in the number of applicants for postgraduate research programmes, it was suggested that this reflected the picture across the sector as whole, as well as a reduction in the scholarships offered by DMU over a number of years. It was noted that this was an issue that the university would be seeking to address alongside work to bolster its reputation for research.
- iv. **[Redacted]**

RESOLVED:

- a. That the report be noted.
- b. That a report concerning DMUIC would be submitted to a future meeting, and that an opportunity be arranged for governors to visit the college.

92 2023/24 financial update (Quarter 2)

The Executive Director of Finance and Procurement delivered a presentation concerning the university's financial performance at Quarter 2 of the 2023/24 academic year. Arising

from the discussion of this item, and questions from governors, the following points were highlighted:

- i. **[Redacted]**
- ii. It was noted that the university's rate of capital spend was slightly behind forecast for a number of reasons, including the aforementioned delay to the campus heat pump project, and a slower than anticipated start to the library project. However, the board were assured that the impacts of these delays were being managed carefully.
- iii. It was noted that staff costs had risen due to a greater than anticipated level of recruitment to vacant positions. The board was assured that DMU's staff vacancies continued to be managed carefully and that recruitment was being focussed in the areas that would add the most value to the university.
- iv. The board welcomed the positive contribution made to date in terms of enterprise income, particularly as a result of large contracts secured by the Faculty of Health and Life Sciences.

RESOLVED:

- a. That the presentation be noted.
- b. That the presentation slides would be made available to the board following the meeting.

93 Addressing the financial challenge (medium-term financial planning)

The Executive Director of Finance and Procurement introduced a report [93] concerning the current financial outlook for DMU and the work underway to prepare a revised Medium-Term Financial Plan. Arising from the discussion of this item, and questions from governors, the following points were highlighted:

- i. It was recognised that the potential actions that might be taken to help address the financial challenge were still at a very early stage, and would be subject to further scoping and discussion by the University Leadership Board in the coming months. This process would flesh out some of the detail underpinning the potential actions, including projected numbers and any relevant assumptions.
- ii. It was noted that the university had taken a prudent, realistic approach to its forecasting of student numbers in the coming years. This forecasting was informed, in part, by recent and proposed future developments in the university's portfolio, as well as hoped for improvements in National Student Survey performance as indicated by internal measures of student satisfaction.
- iii. It was agreed that it would be important to consider the impact on the student experience of any proposed changes, including opportunities presented by future pedagogies.
- iv. It would also be important to ensure that the university had in place appropriate resources, including staffing, to take advantage of opportunities as they presented themselves, and that the university would be cautious of 'change fatigue' both within the executive and the wider staff body.
- v. It was agreed that further updates would be provided at future meetings of the board, ahead of the consideration at the 4 July 2024 meeting of the revised Medium-term Financial Plan alongside the 2024/25 budget.

RESOLVED:

That the report be noted.

94 [Redacted]

95 [Redacted]

96 **Navigating the ethical landscape: the responsible development and deployment of general AI at DMU**

The Chief Transformation Officer introduced a report [96] concerning the implications of artificial intelligence (AI) for DMU and the higher education sector as a whole. Arising from the discussion of this item, and questions from governors, the following points were highlighted:

- i. It was noted that the university had already produced detailed guidance on the use and misuse of AI for both staff and students. It was hoped that a formal AI policy would be in place by the end of the 2024 calendar year.
- ii. The board welcomed the DMU's collaborative approach to the development of its policies and guidance around AI, including the involvement of the Information Governance team in ensuring that appropriate measure were in place to protect individuals' data, and the engagement of academic colleagues in the Cyber Technology Institute to understand the impact and implications of research into AI and its ethics.
- iii. It was noted that DMU was referencing guidance issued by other higher education institutions, such as the Russell Group, and other external bodies in the development of its own AI related guidance and policies.

RESOLVED:

- a. That the external environment and current position at DMU (including limitations), and the potential candidates for exploring AI further, as outlined in the report, be noted.
- b. That the need to prioritise foundational data quality improvements be endorsed.

97 **Student Experience Programme update**

The Chief Transformation Officer introduced a report [97] concerning an update on activities designed to support improvements in the experience of students at DMU.

RESOLVED:

- a. That the current progress made towards the enhancement of the student experience at DMU, as outlined in the report, be noted.
- b. That the future strategic direction in this area, as outlined in the report, be noted.

98 **Student Data Quality Improvement Project update**

The Chief Transformation Officer introduced a report [98] concerning the work that was underway to improve the quality of student data held by the university.

RESOLVED:

That the report be noted.

99 DMU Dubai lessons learned review

Fiona Cownie and Jonathan Mills introduced a report [99] concerning a 'lessons learned' review that had been commissioned by the board in relation to the various challenges associated with the DMU Dubai project. The review had been led by Fiona and Jonathan. Arising from the discussion of this item, and questions from governors, the following points were highlighted:

- i. The board welcomed the recommendation of the Audit and Risk Committee that the university develop a plan to help guide the actions it would take to address the issues identified by the review. It was noted that the action plan would then be monitored on a regular basis by the Audit and Risk Committee, with updates being provided to the full board as appropriate.
- ii. The board commended the fact that the appropriate governance processes appeared to have been followed at all points in the development of the project, and that the review had not identified any catastrophic error on the part of the university.
- iii. It was recognised that the university had been relatively inexperienced in 2019 in terms of large-scale transitional education (TNE) ventures of that nature. However, it was felt that the university was now much more experienced, and had refined its approach as a result of a number of projects that had been developed alongside and since Dubai, including its TNE operations in Kazakhstan and Cambodia.

RESOLVED:

- a. That the report be noted.
- b. That the proposed development of an action plan, as recommended by the Audit and Risk Committee, be endorsed.

100 Performance management of the strategic plan internal audit

The Vice-Chancellor introduced a report [100] concerning KPMG's audit of the performance management of the university's strategic plan.

The board welcomed the audit report and its findings, noting that the university had already begun to address the various recommendations made by KPMG. The board agreed that any areas of concern would be highlighted at or between meetings, as appropriate.

RESOLVED:

That the report be noted.

101 Corporate Risk Register update

The Vice-Chancellor introduced a report [101] concerning the university's corporate risk register. Arising from the discussion of this item, and questions from governors, the following points were highlighted:

- i. The board were content that the register was appropriate in its identification, and assessment, of the key corporate risks faced by the university. It was noted that the register had been developed in consultation with the Audit and Risk Committee across a number of meetings.

- ii. It was agreed that the university would consider how to best to include reporting around each risk in the cycles of business for relevant committees and the full board. Proposals to this end would be considered by the Audit and Risk Committee in due course.

RESOLVED:

- a. That the report be noted.
- b. That proposals around the reporting of corporate risks would be considered by the Audit and Risk Committee in due course.

102 [Redacted]

103 Annual accounts action plan and reportable event

The Executive Director of Finance and Procurement introduced a report [103] concerning the actions taken by the university to address the external audit recommendations set out in the Audit Completion Report, and those recommendations that had been reported to the Office for Students. Arising from the discussion of this item, and questions from governors, the following points were highlighted:

- i. It was noted that the action plan would be monitored by the University Leadership Board as well as the Audit and Risk Committee. The university would continue to explore what improvements might be made to its processes to try and ensure that similar issues did not occur again in future.
- ii. It was noted that the external auditors would also be making some changes to the way in which they supported the university during the production of the Audit Completion Report, and would be working closely with colleagues in the Finance directorate to ensure a more positive experience in the coming year.

RESOLVED:

- a. That the actions taken to address the external audit recommendations as set out in BDO's Audit Completion Report be noted.
- b. That the list of recommendations reported to the Office for Students be noted.

104 Member's updates

- i. Audit and Risk Committee

The minutes of the 20 November 2023 meeting, and the unconfirmed minutes of the 5 February 2024 meeting, of the Audit and Risk Committee were included at items 108 and 109, respectively. In addition, the Chair of the committee highlighted the following:

- It was suggested that it might be useful for the board to receive a report on the university's compliance with the Office for Students' conditions of registration.
- It was suggested that it would be useful for the board to consider its role in the event of a major cyber security incident, and whether (or how) it might support the university's crisis management response, if appropriate. It was noted that the Audit and Risk Committee would receive a presentation on the university's crisis management procedures in due course.

ii. Finance and Performance Committee

In the absence of the Chair of the Finance and Performance Committee, no update was provided. However, it was noted that the unconfirmed minutes of the 22 November 2023 meeting of the Finance and Performance Committee were included at item 111.

iii. People and Culture Committee

The unconfirmed minutes of the 18 January 2024 meeting of the People and Culture Committee were included at item 113. In addition, the Chair of the committee highlighted the following:

- The Chairs of the Audit and Risk Committee and the People and Culture Committee had held useful discussions around the monitoring and management of wellbeing and change fatigue among staff.
- The university had refreshed its approach to mandatory staff training, including the launch of a new online training package, which, it was hoped, would lead to improvements in the completion rate amongst colleagues.

iv. Lead governors for Ofsted and skills

The lead governors for Ofsted and skills provided the following summary of recent activity:

- The lead governors had met with the university's Ofsted nominee (the Registrar (Academic) and Secretary to the Board) a number of times since taking up their roles.
- 'Learning walks' had been arranged for both lead governors.
- All governors had been offered the opportunity to undertake Ofsted related training.
- The lead governors would be producing an annual report for the board, which would summarise Ofsted and skills related activity over the previous 12-month period.

v. Academic Board

The unconfirmed minutes of the 13 December 2023 meeting of Academic Board were included at item 114. In addition, following points were highlighted:

- Buddy Penfold and Sardip Sandhu were now providing short, high-level updates to Academic Board on business that had been considered at the most recent meetings of the Board of Governors.
- It was noted that the student voice was well-represented at meetings of the Academic Board.
- It was noted that academic staff who were members of Academic Board showed a clear understanding of the importance, and implications, of some of the university's key processes. such as those around the Annual Enhancement Review, the Teaching Excellence Framework, and the Access and Participation Plan.

RESOLVED:

That the updates be noted.

105 Governor remuneration

Owing to delays in the reporting in support of this item, it was agreed that it would be deferred and considered by the board at its next meeting.

RESOLVED:

That the item concerning governor remuneration be deferred for consideration at the meeting of the Board of Governors scheduled for 16 May 2024.

106 Board appointments

The Chair of the Board introduced a report [106] concerning the process by which a Deputy Chair of the Board would be appointed, and the proposed development and implementation of a governor apprenticeship scheme at DMU.

RESOLVED:

- a. That the process by which a Deputy Chair of the Board would be appointed be noted.
- b. That the proposed development and implementation of a governor apprenticeship scheme at DMU be approved in principle.

107 Updates to governing documents

The Chair of the Board introduced a report [107] concerning a number of proposed, minor updates to the university's Scheme of Delegation and Standing Orders.

RESOLVED:

- a. That the proposed amendments to the Scheme of Delegation be approved.
- b. That the proposed amendments to the Standing Orders be noted.

108 Minutes of the 20 November 2023 meeting of the Audit and Risk Committee

RESOLVED:

That the minutes [108] be noted.

109 Unconfirmed minutes of the 5 February 2023 meeting of the Audit and Risk Committee

RESOLVED:

That the plan [109] be noted.

110 Biannual complaints summary report (May 2023 - January 2024)

RESOLVED:

That the report [110] be noted.

111 Minutes of the 22 November 2023 meeting of the Finance and Performance Committee

RESOLVED:

That the minutes [111] be noted.

112 Strategic portfolio overview

RESOLVED:

That the report [112] be noted.

113 Unconfirmed minutes of the 18 January 2024 meeting of the People and Culture Committee

RESOLVED:

That the minutes [113] be noted.

114 Unconfirmed minutes of the 13 December 2023 meeting of the Academic Board

RESOLVED:

That the minutes [114] be noted.

115 Overview of quality assurance and enhancement 2021/22

RESOLVED:

That the minutes [115] be noted.

116 University Conferments Committee report

RESOLVED:

That the report [116] be noted.

117 Items placed under the university seal

RESOLVED:

That the report [117] be noted.

118 Review of the board's performance

Members were content that the board had been effective in discharging its responsibilities, and that all present had been enabled to be effective in their contribution.

119 Date of the next meeting

The next meeting of the Board of Governors would take place at 10:00 on Thursday 16 May 2024 in The Yard, rooms 3.05 and 3.06.

120 Any other business

No items were raised.

Meeting duration: 10:00-14:48