

HARPER ADAMS UNIVERSITY

Board of Governors

Minutes of the Meeting of the Board of Governors held on 2 April 2020 by teleconference call.

Present:	Mr Peter Nixon	Chair
	Dr David Llewellyn	Vice-Chancellor
	Mr Colin Bailey	
	Mr Peter Cowdy	
	Dr Tim Watson	
	Mr Richard Hambleton	
	Mr Vernon Blakeman	Staff Governor
	Mr Dominic Wong	Vice-Chair
	Mr Daniel Jervis	SU President
	Prof Mark Ormerod	
	Dr Julia Pointon	
	Mrs Christine Snell	
	Mr Martin Thomas	
	Mrs Emma Foulkes	
	Dr John Donaldson	Staff Governor
	Mr Campbell Tweed	
	Mrs Debbie Winstanley	
	Mr Stephen Vickers	
	Mrs Rebecca Payne	Staff Governor
	Mrs Sarah Mukherjee	

Chairman's introduction

The Chairman on behalf of the Board thanked the Vice-Chancellor and all his staff for their sterling efforts to address the major and unprecedented challenges presented by the COVID 19 epidemic. He thanked Board members for agreeing to hold the meeting via teleconference because of the COVID 19 disease control rules, and stressed that if any members felt that their contributions had been constrained by this unusual format they would be very welcome to contact him after the meeting to follow up on any points.

Apologies: Mr Tim Burnhope

In attendance:	Dr Catherine Baxter	University Secretary & Clerk to the Board
	Mrs Liz Furey	Director of Finance
	Prof Peter Mills	Deputy Vice-Chancellor.

Register of Interests

Members were reminded to complete or update their entry in the Register of Interests as necessary.

19/43 Staff Observers

Noted: that due to the current exceptional circumstances, the Board Apprentices, Ms Adeola Olufayo and Mrs Marisa Virseda had decided not to attend the meeting on this occasion. Mrs Virseda had been able to join a meeting of Finance and General Purposes Committee in February 2020 and Ms Olufayo hoped to join a Staffing Committee meeting in June 2020.

19/44 Minutes of the Meeting held on 27 November 2020

Approved: the minutes of the meeting of the Board of Governors held on 27 November 2019 (19/20 – 19/42).

19/45 **Matters Arising**

Received: a report from the University Secretary together with an update on progress with actions arising from the 2019 Effectiveness Review.

- Noted:
- i) that the CUC had not yet published the revised Illustrative Practice Note on the Prevent Duty. It is hoped that the updated IPN will be published in time for it to be circulated at the next meeting of the Board; **CEB**
 - ii) that as agreed at the Board's meeting in November 2019, the opportunity for Lead Governors to comment on any section of the Vice-Chancellor's Report related to their "lead role" that is not included elsewhere in the meeting, has been included as an item on the agenda;
 - iii) that progress with actions arising from the Effectiveness Review and with feedback from the annual one to one discussions with the Chair during summer 2019 had been reviewed and completed as set out in the circulated agenda paper. The requested briefing notes for members on the Board's key stakeholders and on how the University's performance is captured and published had also been provided. Arrangements for the requested briefings on the farm, research income and on audit arrangements had also been made for the afternoon of Wednesday 1 July 2020. Pre-Board meeting visits had also been arranged for the year;
 - iv) that the incorrect issues raised by the OfS about payment of a subscription had now been satisfactorily corrected by the OfS and resolved;
 - v) that the new Strategic Plan 2020-2025 (including anticipated student numbers by 2025) had been published as approved by the Board;
 - vi) that host family arrangements for international students were still available under a national scheme and are managed locally by Student Services;
 - vii) that subject to travel and health related matters being resolved in China, a cultural awareness programme will be offered again in summer 2020;
 - viii) that arrangements were in hand for a request for Cedar Energy to relinquish the lease of the former AD site to the University. The necessary arrangements were in hand;
 - ix) that an update on remaining External Examiner reports was an item on the agenda. The deadlines for submission of reports are 31st July for undergraduate subject course examiners and 21st September for postgraduate course examiners. External examiner fees are only paid on receipt of reports;
 - x) that work on updating the Strategic Plan risk table in the RAAP in light of the new Strategic Plan 2020-2025 had been completed;
 - xi) that the Corporate Planning Statement had been updated to reflect the new Strategic Plan and was an item later on the agenda. The Chief Financial Officer continued to engage with Saputo;
 - xii) that the approved Modern Slavery Statement had been published on the University's webpages;
 - xiii) that the Board's congratulations had been passed on to the Pig Unit team.
 - xiv) that the Student's Union Constitution was in progress.

Agreed: that members were content that all actions arising from the 2019 Effectiveness Review and those arising from feedback to the Chair in one to one discussions during summer 2019

had all been satisfactorily completed and no further action or reporting was required.

19/46 Vice-Chancellor's Report and Lead Governor Comments

- Received:
- i) an oral update on contingency plans regarding Covid-19 and a paper setting out the University's approach to the Furlough scheme and seeking the Board's approval for the recommendations made in this regard;
 - ii) a report by the Vice-Chancellor on recent developments of note including the report on Access and Participation Plan monitoring for 2018/19;
 - iii) Lead Governor comments on any key matters included in the Vice-Chancellor's Report relevant to their "lead" role that is not included elsewhere on the agenda;
- Noted:
- i) that the Vice-Chancellor would brief members on the key aspects of the University's response to COVID-19 under the following four main sections: timeline, arrangements, sector wide issues and issues at hand. During discussion the following key points were highlighted:
 - ii) that the University had taken steps to respond to developments in China in the early part of 2020 as they affected its Chinese partners and students. We held our first emergency response meeting at that time and started to consider steps required to limit staff travel overseas at first and later stopped all travel. We held our second emergency team meeting on 6 March 2020 and undertook actions to ensure compliance with Public Health England guidance. By w/c 16 March on-line delivery was being developed and w/c 23 March the shutdown took effect as required by government. The University had addressed UK government advice and guidance throughout as it emerged on a daily basis. Changes made included an initial shift to 'take-away' catering for resident students and staff working on campus and then a further move to self-catering food parcels; teaching staff continuing to deliver teaching and learning using on-line technologies, with assessments reworked in a revised schedule; updated assignment hand in arrangements had been put in place; placement student support had been reworked for remote working and communicated to students and employers. Throughout the period information and guidance had been drafted and provided to staff and students and any individual cases of specific need were also being considered and addressed. The Royal Visit planned for 27 March 2020 had been postponed and would be re-arranged in due course. The Chancellor had sent a message of support shared with staff and Board members via the Weekly Newsletter;
 - iii) that a wide range of guidelines, advisory notes and regulatory requirements have had to be dealt with from DfE, OfS, UCEA, UUK/GuildHE, and discussion with professional regulatory and statutory bodies such as RICS and RCVS have been required. The Home Office had also confirmed its approach to animal welfare and appropriate arrangements were in place;
 - iv) that online social and one to one support programmes were being provided and further developed by Student Services for resident students. The Student's Union has also offered virtual on-line events during the last week of term and had plans to offer further events to link the student community together and provide a rest from study and other work being undertaken during the Easter vacation. Communications from the Vice-Chancellor

including a video for resident students had been issued along with dedicated web pages for applicants and other external stakeholders, and information on the learning hub for all current students. Specific communications and support were also in place for postgraduate taught and research students. The University was very mindful of the need to support all students and in particular ensure that key international partners could see the efforts being made to keep students as well supported and safe as possible on campus until they could return home. Letters of support had been received from Chinese partners responding to those the University had sent to them during the earlier outbreak in China. The Chinese Embassy in London had also written to HEIs asking them to support Chinese students during this challenging time. It was important to note that despite the Minister for HE asking HEIs to “bolster” their mental health support arrangements for students, access to local health provision and referral mechanisms had been significantly reduced or withdrawn to allow mental health workers to focus on wider community mental health priorities. The Student Services team was continuing to offer as much support as it could within available resources;

- v) that farming cover had put in place, including offers of further assistance if needed from staff and resident/locally based students who have the appropriate skills. So far, the outcome of the revised rotas has had its ups and downs, but generally arrangements were working and the recent weather had helped a little (as had the chance to focus on farming rather than help with research and/or practical teaching). The Animals Department had similar arrangements in place to manage the Pig, Beef and Sheep units and the Companion Animal Unit. Staff volunteers were being drawn on as back-up and regular dialogue with the farm staff was in place. Similarly, the Crops and Environmental Research Centre had rotas and plans in place to maintain its food production related work wherever possible. All staff had been issued with key worker letters and information including Home office and AHDB letters of authority;
- vi) that minimum cover for estates, security and maintenance were in place, with staff designated as key workers on a shift pattern. Most buildings were now closed and secured with regular checks taking place. Minimal staff to maintain essential grounds related activities and to offer skilled support to the farm/animals and estates had also been agreed;
- vii) that communications remained critical. MS Teams was being used extensively for video-conferencing like never before – internally and with external contacts and meetings;
- viii) that the work to support the national effort was being promoted via the #unisupport on Twitter and elsewhere. Our proposal to follow the approach taken in China and consider use of spray drones for disinfecting had received some coverage but not yet Government approval. UKRI research was being followed up in relation to this;
- ix) that a very positive online ‘offer holder day’ for vet school applicants had been trialled. More virtual events like this were planned, with social media platforms being the main method of communication;
- x) that the University had circulated guidance to students and staff on volunteering and work schemes for NHS, Local authorities and in agriculture (e.g. Pick for Britain) and the NFYFC rural help scheme;

- xi) that the HR team were continuing to circulate wellbeing guidance to staff – including reminding staff and their families about their ability to access the University’s externally provided Employee Assistance Programme 24/7. The launch of a new on-line training platform for staff had been brought forward and to date 180 training course had bene completed by just over 80 staff. These included working at home and other supportive development programmes designed to help staff make the transition to new ways of working. The Vice-Chancellor had also offered an open session for staff to contact him directly with any concerns, and a further session was being offered later in the week. No issues had been raised in the first session. It was also recognised that there would be some benefits from the need to move teaching on line as in-line learning materials would be significantly enhanced and these supported inclusive learning needs. It also appeared that student engagement with staff was positive and that staff were embracing the changes to teaching and learning positively;
- xii) that meetings with UCU Local Branch had been held, with the most recent being held on 30 March 2020;
- xiii) that the University had issued ‘key worker’ letters to 102 staff, but only a skeleton number of staff is on site at any one time, and the core for the Easter period amounts to 28, of whom 13 are on 4-day split shift rotas and a further 8 are working part-time (e.g. for early morning cleaning or overnight security). There are currently 140 students confirmed as still resident on the university campus and a small number (less than 5) who had yet to confirm their plans. 86 of these students were still hoping to travel home (UK, China, Europe) in the coming weeks, should that prove possible, but were aware that they would have to follow government guidance with regard to travel at all times;
- xiv) that UUK has been co-ordinating with GuildHE, DfE and OfS and has set up working groups looking at Financial Sustainability & Communications; International Students and Regulations and Standards; UK Admissions and Student & Staff Welfare;
- xv) that an admission offer freeze has been announced. The start and end dates are not yet clear and the HE sector is awaiting Ofqual guidance on public exam appeals, resits etc. It is also not quite clear whether the freeze applies to changed offers (where some HEIs started to change all offers made to unconditional offers), or whether the freeze affects all offers;
- xvi) that REF July 2020 staff census is still going ahead but the main submission date is being pushed back, while TEF has been pushed back until summer 2021. UKVI requirements have been amended and are being carefully managed and reviewed; and the NSS is thought to be going ahead but the sector is awaiting further news on this. However, to date the Graduate Outcomes survey (the first one for two years) was said to be going ahead (although some parts of the HE sector would prefer that it was also paused due to reports of poor levels of engagement with the new centralised survey process);
- xvii) that some QAA guidance has been issued but more awaited, particularly in relation to assessments, placement, practical and laboratory teaching and assessment. This further guidance was due to be published on 8 April 2020;

- xviii) that it is clear that the government wants teaching to continue and graduate standards to be maintained, while some students and some parents are being reported in the press as wishing to see assessments cancelled (or delayed); and/or assessment safety nets applied. Some Universities had already made announcements on such matters, but Harper Adams had decided to wait for the formal QAA guidance and then take stock again as necessary. The University was also very conscious of professional body requirements and ensuring these were met should further assessment changes be required. There was also a need to discuss any further changes with external examiners, as to date, the latter were supportive of the University's measured approach in maintaining requirements for assessments albeit in different formats. There were also some calls for tuition fees to be repaid (especially where strike action has affected teaching in some HEIs already in 2019/20) and there were also some calls for accommodation fees for the third term to be cancelled. The University had received had limited enquiries on these topics to date, but was very aware that more may start to be received at any time;
- xix) that weekly GuildHE newsletters and weekly drop-in online meetings for updates were in place and providing to be useful. Weekly discussions between The Vice-Chancellor in his role as Chair of GuildHE and senior staff at GuildHE were also useful as GuildHE is in direct contact with senior DfE officials and able to raise issues and seek verification/clarification on policy matters as necessary;
- xx) that issues at hand included the fact that all conferences and other external events on campus for the Easter period had been cancelled and a review of other forthcoming events would be in hand as government requirements develop and change;
- xxi) that all external marketing events had cancelled up until the end of July 2020 currently– though some had been rearranged and others were moving online including Cereals;
- xxii) that the University was very much aware of financial pressures and had put in place a vacancy freeze, and amended spend limits for all budget holders to conserve cash. The OfS has reprofiled grant payments but the amount being provided had not changed;
- xxiii) that construction of the Vet School building on the campus has paused due to supply problems. The JVS Project team and JVS staff were working together to roll out alternative delivery for the autumn term which could utilise existing teaching facilities while specialist facilities would come on stream and be used later in the year 2020/21. The planned CVS Vet Hospital at Keele would not be going ahead and plan to secure alternative uses for the vet practice part of the building were in hand;
- xxiv) that the University was gathering information from across the HE sector and participating in lobbying on issues such as calls to reduce/cancel third term residential fees. The sector was not being assisted in these matters by DfE statements and Shadow Ministerial lobbying unfortunately. The national press had covered these issues;
- xxv) that the University was working on its engagement with the government "Furlough" scheme for job retention. This needed careful consideration due to the fact that Universities are required to keep delivering many of their core activities, and that public funding is arguably supporting some, if not all

elements of HE work. It was also acknowledged that the need to be very clear about where work had ceased to exist on a temporary basis due to COVID-19 and where key workers still needed to work at home or at the University was critical to avoiding concerns amongst staff. In the case of the University, as far as possible, there was little or no overlap between roles where work had ceased to exist and roles where work was continuing to be required, and conducted either at home or on the campus due to the work being that of a “key worker”. Close engagement with advice from legal advisers and UCEA had been on-going. This had led to the recommendations set out in the Furlough paper circulated to members before the meeting as an additional item. In discussion, members noted that the proposal was to seek to negotiate Furlough arrangements with staff whose work in catering, short courses and conference areas, the students’ union bar, housekeeping, management of major capital projects and certain elements of grounds had temporarily ceased to exist due to COVID-19 and where the income which funded such roles is not directly linked to public funding. UCU had been consulted as the recognised trade union and had raised no objections to date. As the University, (in common with most HEIs who use the nationally negotiated contracts) does not have a “lay-off” clause in its contracts, it was proposed to seek individual agreement and to continue to pay 100% of basic salary so as to avoid staff refusing to engage in the scheme and becoming at risk as a result. It was also recognised that staff who are on Furlough can volunteer to support the national effort and/or take up a role with another employer where suitable work still exists, provided they are available to return to work in their substantive role when given notice to do so. In response to an enquiry from members, it was noted that it had been estimated that c. 40 staff might be eligible for Furlough with a possible claim of £70K-£90K per month being submitted. Members of Staffing Committee expressed their support for the suggested approach;

- xxvi) that the Finance team were working hard on financial scenario planning based on a series of options for the start of the new academic year. Risks being assessed included possible reductions in international student numbers, and/or no international students; reductions in apprenticeship recruitment and retention; risks related to retention of anticipated home student numbers and risks around rental/occupation of residential accommodation on campus. The three scenarios were:
- face to face teaching re-commences at the end of September 2020 in time for the usual start of the next academic year. (best case);
 - face to face teaching does not start until October, but on-line delivery remains in place for all year groups. This would affect residential rental and catering/housekeeping arrangements (medium case);
 - face to face teaching does not start again until January 2021 (worst case)
- xxvii) that other HEIs were also considering whether, if teaching were not to start face to face until January 2021, whether or not a continuous academic delivery would start and include summer 2021 to enable the sector to “catch up”;
- xxviii) that within the scenario planning there were some limited opportunities to retain/income/make savings and reduce out-goings. These were all being actively explored and modelled including the Furlough scheme and possible

business rate re-bate opportunities. It was proposed that Mr Wong, as Chair of Finance and General Purposes Committee would be involved in consideration of such plans with the Finance Team. It was recognised that Mr Wong also had significant experience in supporting organisations to recover from significant changes and financial challenges and this expertise would be very welcome in directly supporting the Finance Team. Other members of F&GP offered to help if required.

- xxix) that very initial work on the likely out-turn for 2019/20 indicated a reduction in income in the range of £1.3M-£2.0M. The estimate includes assumptions that £1.14M of accommodation income could not realistically be effectively collected for the summer term if students could not return to the campus, and loss of all conference income for May-July 2020 as well as the known loss of income in April 2020. There would also be a possible need to delay the release of £750K of donations beyond year end 31 July 2020 for the JVS Building if the works remained paused. The cash impact of these factors was estimated at £750K-£1.0M, with an overall deficit of £900K-£1.5M including considering the previous forecast surplus for year-end July 2020. Any income recovered from Furlough or other routes such as depreciation changes had not yet been factored in. Rate rebates for empty buildings were also being explored by the University's rates advisers;
- xxx) that in discussion, members acknowledged that no major payments were due to be made that could be re-profiled/delayed; and that discussions with banks on bank covenants were in hand. Liquidity was not a current concern, but there could be a risk of breaching one bank covenant in certain scenarios (which the bank was aware of in general terms) and this needed to be addressed when detailed cash flow calculations were completed. Banks remained supportive and the first part of the JVS loan had been drawn down and would be helpful to have available as further payments to developers were not yet due as the project had paused. The British Universities Directors of Finance Group (BUFDG) were discussing these kinds of issues and recovery planning. To date the government had not offered any direct support to Universities, but had confirmed that tuition fees would be payable and would continue to be supported by Student Loan Company funding for eligible students;
- xxxii) that the University's applicant numbers had fallen back to 90% of the previous year. However, there was a chance that this could recover during clearing and every effort to engage with additional potential applicants and to retain current applicants was being made. The fact that the government was now recognising the critical value of British food production may help to attract students to the University. There had been talk of a student numbers cap being imposed to try and control larger Universities mopping up all available home students to replace lost international students, but this appeared to be only conjecture at this stage. It was also clear that the calculation of estimate grades for A level candidates and others affected by the cancellation of public examinations was to be quite sophisticated and may not therefore lead to grade inflation or similar challenges which could spark "significant trading up" above that seen in previous years. Provided threshold entry grades did not change across the HE sector, then it appeared that the distribution of applicants may not change significantly. The Office for Students were also firm on stopping unconditional or significantly changed offers being issued and were clear that they would be acting in relation to breaches of Competition and Markets Authority requirements and those of the Advertising Standards Agency if HEIs did not act fairly and in the best interests of applicants and students;
- xxxiii) that it was clear that 2020/21 financial year would be very challenging and significant savings would be required, depending in student recruitment, the

timing of a return to face to face teaching on campus, and whether or not any special financial support for the HE sector is secured from the government;

- xxxiii) that the question of not charging for summer term accommodation had been widely debated in the HE sector. A small group of Universities including Harper Adams had supported a call launched by Oxford Brookes University to seek government support for accommodation income, but this request had been refused as not all HEIs offer their own accommodation and some private providers had already agreed not to charge, while some halls of residence were likely to be let for NHS staff use in cities for example. A follow up discussion with OfS was understood to be going ahead and the outcome of that meeting was awaited. There were also variable issues across the UK with regard to private landlords and whether they were willing (or not) to allow students to break their leases early and not pay rent for the third term if they were unable to return to the rental property. While Student Loans including living cost loans were still to be paid, it was felt on balance that while the University was not legally obliged to release students from their rental agreements for use of its accommodation enforcement was going to be difficult, and may be perceived as unfair and could be reputationally damaging. With regard to charity trustee requirements to act in the best interests of the charity at all times, while on the one hand it was noted that to forgo income due legally to the charity could be seen as a failure to maintain the charity's financial sustainability, on the other hand, the Charity's key objective was to offer education, and in acting unfairly to its students and risking major reputational damage by insisting on fees being paid for unoccupied accommodation, and spending money on chasing debts (which were likely to be very difficult to collect), it was felt on balance and after careful consideration that the University should take steps not to charge where its own accommodation remained unoccupied due to COVID-19 restrictions;
- xxxiv) that it was felt that BREXIT may also be affecting recruitment to some courses such as agriculture. However postgraduate taught applicant numbers were currently above those in April 2019. Application numbers for short courses also remained volatile due to COVID-19;
- xxxv) that the Minister for Higher Education had confirmed in discussions before March that "levelling up" and student mental health were her key areas of focus;
- xxxvi) that after discussion with the Chairman, a proposal to create a Department of Agriculture and the Environment led by Dr Andy Wilcox had been discussed with staff affected by this proposal. It was felt that this change would support the strategic plan's aims and objectives and would also fit in well with UK national policy objectives and priorities. The feedback from staff had been positive and the Board was asked to agree that this change might be made. It was further noted that the changes would enable a more focused role for the Head of the Animals Department to be offered, as the first round of recruitment to this post had not been successful;
- xxxvii) that the interviews for the Director of Academic Services and Academic Registrar had been postponed due to the shutdown period and would be re-arranged to be held virtually. One candidate had withdrawn due to the effect that COVID-19 has had on their current role and institutional setting;
- xxxviii) that members had received details of progress to date with the Access and Participation Plan and a copy of the monitoring report. Members were content with the progress made and had no queries to raise in this regard;

xxxix) that in her role as lead Governor for teaching and learning matters, Dr Pointon had discussed progress on internationalisation with Andy Jones in his role as Director of Learning and Teaching and International. Dr Pointon fed back to the Board on her very positive view of the University's proactive engagement with transnational education opportunities;

Agreed:

- i) that the University should proceed to implement the Furlough scheme as outlined in the briefing paper considered by the Board; **LF/CEB/DGL**
- ii) that the scenarios planning discussed by the Board should continue supported by Mr Wong; **LF/DW**
- iii) that other members of F&GP would be happy to join in the work on financial scenario planning if required; **LF/DW/other F&GP members**
- iv) that the University should proceed with its plans not to collect any element of accommodation fees for the summer term during which a student was not able to occupy his/her accommodation due to COVID-19 restrictions imposed by the government and that where students had paid in advance an appropriate pro-rata refund would be arranged; **LF**
- v) that a new Department of Agriculture and the Environment should be created; **DGL/PRM**
- vi) to support and endorse the monitoring report on the Access and Participation plan;
- vii) to ask the Vice-Chancellor to pass on the grateful thanks to all staff on behalf of the Board of Governors for all their hard work in responding to the COVID-19 situation. **DGL**

19/47 **Governor's Discussion Topics**

(A) The University's Strategic Plan

- Received:
- i) an oral report from the Vice-Chancellor on the early steps being taken to implement the Strategic Plan
 - ii) an update on progress with the Corporate Planning Statement 2019/20 and proposed amendments to reflect the Strategic Plan 2020-2025
 - iii) the draft Institutional Monitoring Statement 2018/19
- Noted:
- i) that the University had been actively engaging with the National Food Strategy and a visit by Sir Henry Dimbleby had been arranged, but was now being re-arranged due to the COVID-19 restrictions. The University had launched a successful blog on why, unlike some other UK HEIs, it would not be banning beef from its campus. The piece emphasised respect for all dietary preferences and the need to be balance, measured and to consider all of the available science and data when determining whether certain foods should be "banned". The piece had been well received;
 - ii) that the farm was working with academic staff on a plan for moving towards carbon zero. The new Environmental Sustainability Manager was also working hard to refresh the University's carbon management and environmental sustainability plans. A useful briefing at a recent F&GP Committee meeting on the new Carbon Management Plan had bene well received by members and was covered in the F&GP report later on the agenda. Since 2004, the University had reduced its emissions by 36%, which was t the same level as the average of all UK HEIs. This was a good

achievement given the challenges experienced around the AD and Step energy projects, although the latter was not working much more effectively as captured in the F&GP report later on the agenda;

- iii) that the University was also engaging with COP 26 and participating in the UK HE sector climate change commission process. The latter's conference had been postponed due to COVID-19 restrictions, but would be re-arranged;
- iv) that the creation of the Department of Agriculture and the Environment was also a useful step in delivery of the Strategic Plan as noted earlier in the meeting;
- v) that the Corporate Planning Statement had been updated to reflect the Strategic Plan 2020-25. Positive progress towards meeting targets set for 2019/20 had been made to date;
- vi) that the Institutional Monitoring Statement for 2018/19 had been prepared drawing on KPI and other performance data shared with the Board at its November 2019 meeting;

Agreed:

- i) to approve the updated Corporate Planning Statement for 2019/20;
- ii) to approve the Institutional Monitoring Statement for 2018/19 for publication on the University's web site.

CEB

(B) Feedback on GuildHE Annual Governance Conference- January 2020

Received:

an oral report from the Chair on his attendance at the GuildHE Council meeting held in January 2020

Noted:

- i) that the Chair had found the meeting very informative and helpful. The speaker had included the CEO of the Office for Students who had recognised the need for OfS to ensure that it reduced the current regulatory burden on HEIs as far as possible and that while the OfS had a regulatory job to do and needed to focus its attention on protecting students, it nevertheless intended to offer more guidance to HEIs as well as making demands upon them. It also recognised the need to offer better support and better communications to HEIs about the transition from rules based to risk based regulation;
- ii) the Chair had asked a question about whether or not the OfS recognised that requiring Board members to receive and consider an ever-increasing volume of documentation was likely to be off-putting to some people when considering becoming a governing body member, as members were in the overwhelming majority of cases, volunteers and many had busy "day jobs" to undertake in addition to acting as a governing body member. Ms Dandridge had replied saying "Point taken";
- iii) that the Vice-Chancellor, in his role as Chair of GuildHE had led the event and the University Secretary had been a panel member along with a Vice-Chancellor and a Chair of a governing body who discussed and answered questions from the audience on the relationships between chairs, vice-chancellors and secretaries and what works well and what could be improved;
- iv) that the CEO of GuildHE had also provided a useful summary of key issues for the HE sector. The networking opportunities had also been useful, especially for Mr Nixon in his first year as Chair;

C) Feedback on attendance at an Advance HE Governor Development seminar

Received: an oral report from Mr Blakeman

Noted: that Mr Blakeman had found the session interesting and worthwhile. A short note on his experience would be provided by circulation in due course; **CEB**

D) Compliance with Office for Students (OfS) Registration Conditions

Received: an update on the University's compliance with OfS Registration Conditions including a mapping of how the University is meeting the Public Interest Governance Principles discussed with Accountable Officers in Autumn 2019

Noted: that at the time of preparation no major issues had changed which needed further consideration. However, since then the possible risks to sustainability (Condition D) caused by COVID-19 needed to be re-assessed by the Finance Team as discussed earlier in the meeting. Members would be updated at the next meeting of the Board; **LF**

(E) Committee of University Chair's Consultation on a revised HE Governance Code

Noted: that the Governance Review Group (GRG) reviewed and approved the University's feedback on the consultation. Once the revised Code is published, the GRG would review current arrangements in light of the new Code and update the Board accordingly. **PN/CEB**

19/48 Finance

Received: i) a report on the meeting of the Finance & General Purposes Committee held on 26 February 2020;

ii) Management Accounts for the period to 31 January 2020;

Noted: i) that the Committee noted that the Vice-Chancellor's term of office as a member of the Marches LEP Board had come to an end and that following an open competition and interview process for a member with HE experience, the University Secretary had been appointed to the Board. The Chief Financial Officer had also recently completed her term of office on the Agri-Epi Board but would continue to be involved in some of the committee work that supports Agri-Epi Board decision making. The Register of Interest had been updated to reflect these changes; **SV**

ii) that the Committee was updated on bids for projects relating to carbon reduction that had been made to the Industrial Strategy Challenge Fund and also noted that the loan for the JVS capital developments at Harper Adams had been finalised by circulation as had been previously agreed;

iii) that Members had noted at the time of the meeting in February 2020, that undergraduate applications to the University were 95% of those received at the same point in 2019 but 102% of those received in 2018. Bookings for the new March open day were 407 compared to 203 for the specific animals open day held at the same time in 2019. The target for undergraduate apprenticeships was 50, to date 16 applicants were holding firm offers and other decisions were expected shortly. The majority of postgraduate applications would be received later in the year as expected. A higher

number of applications from international students had been received to date however it was recognised that as a number of those applying required scholarships or similar funding to be able to take up a firm place those actually progressing to the University would inevitably be lower than those who received offers of a place. A new MSc in agri-data science was being launched for 2020;

- iv) that there was some suggestion that student number restrictions may be reintroduced to try and manage the costs of delivering higher education in England. The OfS had also launched a consultation on a new funding approach, which indicated that bids for institutional specific funding would be launched in autumn 2020 with awards to be made from April 2021. Details on how this might affect existing allocations was unclear although it was likely that there would be increased competition for a similar amount of overall funding. The University's performance remained strong however and it was hoped that should the criteria continue to focus on world-class teaching and other similar measures, Harper Adams would be able to put forward a strong case in due course.;
- v) that Beijing University of Agriculture was co-operating closely with the University to deliver the curriculum to students remotely as their campus still remain closed due to COVID-19 at the current time. While it was hoped that progression arrangements would remain unchanged for September 2020 the situation remained uncertain and a later start may be necessary should travel or other restrictions continue. The University was engaging with UK international unit updates and other sector wide guidance to monitor the situation. Contact by email was also being maintained with Huazhong University which was based in Wuhan;
- vi) that at the time of the F&GP meeting in February 2020, the University had issued guidance to staff and students reflecting Public health England and government advice on coronavirus (COVID-19). It was noted that this would continue to be updated to reflect government advice, and the Chair of the Board would be kept informed.;
- vii) that members agreed that the University should proceed to join the social mobility pledge developed by Justine Greening. There will also be an opportunity for the Vice Chancellor, through his role at GuildHE, to meet the new ministerial Parliamentary Under-Secretary with the portfolio for higher education. The estates team had been invited to speak at a forthcoming times higher exhibition on the STEP scheme;
- viii) that the Committee noted that the University was taking steps to implement the new strategic plan, including progressing discussions between the farm manager and academic staff on plans for moving towards the farm being carbon zero. The University also continue to engage with the University climate change commission activities and was paying close attention to the DEFRA report on plans to deliver the Agriculture Bill, together with proposals put forward by George Eustace at the NFU conference recently;
- ix) that the NI Park scheme continued to be developed. It was hoped that an anchor client for the site may have been secured. For the fifth year out of six Harper Adam students had been awarded the RABDF Dairy Student of the Year award, and Alltech had supported the University to develop the first in-vitro facility in the UK and seventh in the world focusing on fermentation that emulates rumen. The 'Grow Your Future' project developed by land farm

and agribusiness management staff had been shortlisted for an RICS award in the social impact category;

- x) that Members were briefed on feedback from a recent audit of the dairy by Tesco. It was known that there is a wish to reduce milk volumes and other farms had also had challenging audits where relatively minor issues had led to a less than positive outcome. A number of small-scale issues had been raised with respect to the Harper Adams dairy and the current recommendation was for termination of the contract which would have potential impact of £60 to 80 K per annum. An appeal had been drafted and would be submitted;
- xi) that following Dr Hind's decision to retire at the end of summer 2020, the process to appoint an Academic Registrar and Director of Academic Services was currently in hand. Members also received and noted the monitoring report on the access agreement 2018/19 and were content with it;
- xii) the Committee received a report from the Chief Financial Officer on the annual review of financial strategy and financial indicators. While no major changes are being proposed, a new KPI for space utilisation had been proposed in relation to value for money aims and objectives. Members agreed to approve the updated financial strategy and financial indicators subject to minor updates;
- xiii) that members had received an update from the Chief Financial Officer on preparations for the re-forecast for 2020/21. At the time of the meeting in February 2020, further work to include possible changes to the milk contract and the impact of the delayed arrival of China Agriculture University students was to be completed. It was also noted that in February the joint vet school bank loan had not yet been drawn down but was likely to commence during March;
- xiv) that the Committee were pleased to note that Cedar Energy's performance had been on target and arrangements for releasing the lease of the former A.D. site were in hand;
- xv) that a review of how donations might be released before and after year end would be discussed with the auditors in the coming months. There also remained a number of key risks that may affect 2020/21. In discussion, members acknowledged that it has been clear for some time that this would be a challenging year given the strategic investment in the vet school and other costs at a time when student numbers had not yet fully recovered due to the demographic downturn stop the further announcement of potential OfS grant reductions of up to 6% would also be challenging all although precise details were not yet available and there may be some protection for higher cost subjects. The University had assumed a 3% cut in previous forecasts. While every effort to avoid a deficit budget would continue to be made members agreed that a deficit budget may be unavoidable and this remains strategically acceptable as previously agreed by the Board. It was also agreed that members would be provided with a full review in June 2020 including the draft five-year plan to 2020/26 and that should an earlier discussion of re-forecast or any related management plans be needed prior to next meeting of the Committee a teleconference would be arranged. It was noted that the COVID-19 risks discussed earlier in the Board meeting would now feed into a revised forecast in due course.

- xvi) that the Committee received the updated management accounts for the University for the period to 31 January 2020 and the re-forecast for 2019 20. They also noted that the Chief Financial Officer had reviewed the management accounts of the Students Union in accordance with the usual arrangements and had no particular concerns to raise at this point;
- xvii) that the overall student number target for the JVS 2020 intake had been updated to 45 per institution making 90 in total. 56 acceptances had been received equally split between the two universities with final decisions due by 6 June 2020. Some evidence of the halo effect was being seen in terms of increases and maintenance of a number of animal related courses at Harper Adams. Although progress with the JVS building had been slightly delayed by February as reported by the Committee, the COVID-19 changes had now paused the site as noted earlier in the meeting;
- xviii) that a review of the Procurement Strategy had been prepared. Following a detailed discussion, it was agreed that it would be useful to further explore the data behind the KPI's and to explore why the percentage of impactable spend was reducing along with the percentage of spend influenced by the procurement function. The Chief Financial Officer agreed to meet with Mr Thomas to discuss the data in more detail and consider whether the current KPIs remained appropriate, and whether there may be further opportunities for greater savings; **LF**
- xix) that members considered and approved proposed amendments to the financial regulations for recommendation to the Board for its approval following the annual review;
- xviii) that members received and noted reports on the annual review of treasury management and the University's ethical investment policy. No major changes were proposed to either document. Members agreed to approve the Treasury Management Policy for 2019 20 but asked that the Ethical Investment Policy be benchmarked against those used by other HEI's with a view to ascertaining whether or not further updates to the policy would be useful; **LF**
- xix) that a useful presentation on the Carbon Management Plan had been made by the Head of Estates and Facilities and the Environment and Sustainability Manager. They had highlighted progress with the University's existing carbon management plan and set out proposals for a new Carbon Management Plan for the period 2020 to 2025. Members were pleased to note that the University had achieved a carbon reduction of 36% to date. This compared to a baseline aim of 20% and a stretch target of 42%. The focus of the next carbon management plan would be to address smaller scale projects which in some instances were likely to be eligible for sale its loan funding which could be repaid over a reasonable period of time;
- xx) that the University's performance remains comparable to other HEI's and it was recognised that managing student growth and development of the campus continued to be a challenge and it was therefore commendable that carbon reductions had been achieved. Some HEI's were currently targeting zero carbon however they had not yet published clear plans to achieve this. It was also recognised that the Office for Students had recently been discussing whether it might reintroduce a similar approach as that taken by HEFCE to expecting HEI's in receipt of capital funding to be effectively achieving carbon savings. The University would need to report under SECR in its forthcoming annual report for year ending July 2020. Work to refresh the Environmental Sustainability Strategy and the work of the ESS group was also in hand. It was further recognised engagement with the farm team was key and the recently published toolkit for farms announced by NFU

would be reviewed and discussed with the Farm Manager. The Committee agreed to approve the proposals for the revised Carbon Management Plan 2020 – 2025;

- xxi) that the Committee received a report on management of risk items assigned for its review together with a paper by the Head of Estates and facilities on progress with the estate developments;
 - xxii) that the management accounts as at 31 January 2020 had been on track to meet the forecast surplus, but had since been subject to major changes following COVID-19 and had been updated and held at the budgeted £529k;
- Agreed:
- i) the proposed changes to the Financial Regulations; **HA**
 - ii) to endorse the Chair's action to approve the changes to the Close Personal Relationships Policy; and the Committee's decision to approve the Treasury Policy for 2019/20 but to request a further review of the Ethical Investment Policy in the form of benchmarking against similar policies that are in place at other HEIs; **LF**
 - iii) to endorse the Committee's decision to approve the Carbon Management Plan 2020-2025 and the submission of the Access and Participation Plan Monitoring Report for 2018/19.

19/49 Harper and Keele Veterinary School

- Noted:
- i) that as Professor Ormerod was already fully aware of the matters for discussion in this section, and in view of the exceptional circumstances relating to COVID 19, the Chair had agreed that Professor Ormerod could be present during this item and there would be no conflict of interest on this occasion;
 - ii) that following discussion, the Joint Vet School Steering Group had taken the decision to increase the number of students from 84 to 90 for the first intake as previously noted in the F&GP report;
 - iii) that approximately 260 offers had been made to date;
 - iv) that the new prospectus had been finalised and was in circulation;
 - v) that the £8m Barclays loan facility agreement had been completed on 18 December 2019 with the first draw down completed in March 2020;

Approved: the Commercial in Confidence (JVS) section of the November 2019 Board minutes.

19/50 Report of the President of the Students' Union

- Noted:
- i) that the recently appointed Marketing and Events Co-ordinator had settled well into the role;
 - ii) that a varsity rugby match had been held against the Royal Agricultural University;
 - iii) that the 'Love Yourself' campaign in which students were invited to take part in stress relief activities had proved to be a success;
 - iv) that support had been given to 'Planet Harper' in delivering trips to UK cities which continued to be popular with international students;

- v) that elections had taken place with a significantly higher level of voting engagement than previously and the new SU President and Vice-President were confirmed as Thomas Oatey and Lauren France;
- vi) that the Charity Commission's self-assessment checklist had been completed on internal financial controls within HASU and a number of areas were found to need improvement. Actions were in hand;
- vii) that the HASU audited accounts had been signed off by the Statutory Auditor and would be uploaded to the Charity Commission web site;

19/51 Health & Safety

Received:

- i) a summary of the meeting of the Health & Safety Committee held on 5 March 2020;
- ii) the Annual Report on Health & Safety Matters;
- iii) the Governors' Health and Safety Policy Statement for 2020/21;

Noted:

- i) that Mr Thomas had had a useful discussion with the Health and Safety Officer in his role as Lead Governor on health and safety matters. He noted the positive energy and commitment demonstrated by Mrs Osborne and her assistant and expressed his thanks on behalf of the Board for their hard work;
- ii) that there was good engagement overall in reporting accidents and near misses and 1 RIDDOR had been reported to date in 2020. Where actions related to such reports were needed, these had been followed through by the Health and Safety Team and line managers;
- iii) that new signs had been displayed around campus providing a single telephone number to call to request a first aider;
- iv) that the Lone Worker and Snow and Ice/Cold Weather policies had been updated;
- v) that the Communicable Disease Protocol had been followed in light of Covid-19;
- vi) that there had been no GMO work to be reported by the Biological Safety Officer and no incidents to report by the Soil Importation Licence Manager;
- vii) that 2019 had showed a slight increase in the number of accidents and near misses however, this was likely to be related to more awareness raising amongst staff to report such incidents, and as noted above follow up actions had been completed;
- viii) that a total of 84 staff had attended courses funded by the Health & Safety Department in 2019 and the IOSH courses continues to be delivered together with training and support for first aiders and fire wardens;
- ix) that there were no planned or speculative HSE visits during 2018-19. Inspection Audits were conducted by the Health and Safety Team and improvements to systems and written procedures were followed up. Where paperwork was lacking or needed to be improved, these actions were always followed up to completion;
- x) that the Health & Safety Officer continues to Chair the H & S Forum for staff from all departments to share best practice every 6 weeks;
- xi) that it remained important for all members to note the obligations placed upon them in the Governors' Health and Safety Policy. It was also important to note

the continuous improvement work that remained vital to deliver further improvements on an on-going basis.

- xii) that members of the Board wished to express their thanks to Mr Thomas for his help and commitment to this important area of the University's work.

Approved: the Governors' Health & Safety Policy Statement for 2020/21. **CEB**

19/52 Student Regulations/Policies

Endorsed: the Vice-Chancellors' decision to make changes to the process set out in The University's Fitness to Practice Policy for Veterinary Nurses to ensure Compliance with guidance issued by the Office of the Independent Adjudicator for Higher Education;

Approved: a minor change to the Student Disciplinary Policy such that the SU President may be represented by the SU Director, and a proposal that if changes are needed to ensure student related policies meet forthcoming OfS guidance on procedures for tacking allegations of harassment, these may be agreed by Chairs' action
CEB

19/53 Committees

A. Academic Board

Received:

- i) a report on the meeting of the Academic Board held on 11 March 2020 including the Annual Report on Student Complaints and Appeals;
- ii) the Academic Overview Report for 2018/19
- iii) an update on feedback arising from External Examiners Reports for 2018/19 including those that had not been received in time for the report provided at the November 2019 Board Meeting;

Noted:

- i) that further sector guidance on Student Protection Plan requirements was still awaited from the OfS;
- ii) that the Board had received and endorsed an overview report arising from annual course monitoring with no major issues to address;
- iii) that the Board had received the Research and Knowledge Exchange Strategy and noted the monitoring and evaluation of 2018/19 activities. It was also noted that the KEF submission was due in the summer and the REF in November;
- iv) that the Board had received and agreed the proposed governance structure for the Harper & Keele Veterinary School;
- v) that the Board had received an update on Access and Participation Planning and had also received progress reports on the Corporate Plan, and the Risk Analysis & Action Plan and has no issues or concerns to raise;
- vii) that both of the two individuals whose nomination had been agreed by circulation by Academic Board members had accepted the offer of an Honorary award at Graduation 2020;

- viii) that the University continued to record very low volumes of complaints and appeals;
- ix) that the draft Academic Calendar for 2020/21 had been approved;
- x) that the Board had received and endorsed a paper outlining new course developments and suspensions as approved by the Programme Approvals Committee;
- xi) that the University had been placed second in the Employer Reputation measure in the Agriculture and Forestry subject table in the 2020 QS World University rankings and been shortlisted in five of the "WhatUni" Student Choice Awards;
- xiv) that the Academic Overview Report for 2018/19 was satisfactory and members of the Board had no comments or issues to raise
- xv) that feedback arising from the remaining External Examiners Reports for 2018/19 remained positive overall, with no concerns raised in relation to the maintenance of standards. Members of the Board had no issues to raise;
- xvi) that course action plans and course monitoring reports for 2018/19 had been provided for members of the Board via the Governor's document library as usual;

Audit & Risk Management

Received: a report on the meeting of the Audit and Risk Management Committee meeting held on 29 January 2020

- Noted:
- i) that the Committee had received an excellent presentation and report from Mrs Rebecca Hayhurst, Head of Student Services on the work of her team. The role of Student Wardens had been highlighted as particularly vital. In recent years the number of applicants for these roles had not been as high as previously, but to date a good team of Wardens had always been secured;
 - ii) that internal audit reports received had been positive with actions being agreed by management and in progress;
 - iii) that Mike Rowley as Head of HE for KPMG had provided a useful sector update. His talk had [re-dated COVID-19, and it was noteworthy that even at that point in January 2020, he had emphasised the challenges to the while UK HE sector;
 - iv) the Committee had discussed the TRAC and TRACT (T) returns and had approved them for submission to the OfS. The Chair had welcomed the briefing on TRAC and TRAC(T) provided to him before the meeting as January 2020 was the time that the Audit and Risk Management Committee had taken over approval of these returns from Finance and General Purposes Committee;
 - v) the Committee had also agreed the mapping of the University's compliance with the OfS regulatory framework. As discussed earlier in the meeting, Condition D, Financial Sustainability would need to be kept under further review in light of COVID-19; **LF**

- Agreed:
- i) to endorse the Committee's decision to approve the TRAC and TRACT (T) submissions to the OfS;
 - ii) to approve the mapping document subject to the on-going review of Condition D as noted above. **LF**

C Staffing Committee

Received: a report on the meeting of the Staffing Committee held on 26 February 2020

- Noted:
- i) that considerable work had been undertaken to complete a review of casual worker contracts in time to meet the UK government's deadline of April 2020 when all such workers had to receive written terms and conditions of engagement;
 - ii) that the deletion of spine point 2, following the 2018/19 pay round outcomes communicated by UCEA had also been challenging but had been completed on time;
 - iii) that a new menopause policy and guidance for staff and managers had been agreed by the Committee;

Agreed: to endorse the actions taken by the Committee with respect to the review of casual worker contracts and terms and conditions of employment; the deletion of spine point 2, and the approval of a new menopause policy and guidance document.; **CEB**

D. Honorary Awards Committee

Noted: that following the circulation of a confidential report on the meeting of the Honorary Awards Committee held on 27 November 2019, four Honorary Awards were approved by the Board, two of which would be offered in 2020, with the remaining two held for award, if required, in 2020, or in a future year. These awards were also approved by Academic Board. Both nominees have accepted the University's invitation to receive these awards at Graduation in 2019/20.

E. Nominations Committee

Received: a nomination for appointment of a new member of the Board that had been agreed by members of Nominations Committee at a teleconference meeting held on 7 February 2020;

- Noted:
- i) that preliminary checks in relation to suitability of the nominee to meet the fit and proper requirements set out by the OfS and the Charity Commission to become a Director and Trustee have not revealed any concerns. Subject to the Board's decision, further checks will be completed on receipt of formal declarations by the nominee prior to formal confirmation of appointment;
 - ii) that the nominee had considerable HE experience and expertise to offer in a range of fields which would be of great benefit to the Board and the wider University;

Agreed: to approve the appointment of Yvonne Hawkins to the Board, with effect from 1 July 2020, subject to final confirmation on receipt of completed declarations so that the fit and proper tests can be completed in full. **CEB**

19/54 Expenses Policy

Received: the annual reminder of the Expenses Policy

Noted: that all expenses are to be submitted for payment within six months of the expenses being incurred and must be submitted by the end of each financial

year for the year in question. The final deadline for receipt of all expenses for 2019/20 will be 31 July 2020.

19/55 Date of Next Meeting

Noted: that the date of the next meeting will be 2 July 2020 and not as stated on the agenda paper. The afternoon of 1 July 2020 has been set aside for briefing sessions requested by members as part of the 2019 Effectiveness Review followed by a dinner for members in response to members' request for such an event. In light of COVID-19 restrictions, these arrangements will be kept under review and members will be updated accordingly.

19/56 Any Other Business

Noted: that the University's appeal in relation to the milk contract review had been heard by the same inspection team that had made the initial decision. The appeal had been rejected. A further stage of appeal was now in hand. It was understood that other farms with similar premium price contracts were also currently subject to similar changes.

19/57 Risk Management

Received: an updated report from the University Secretary on the key risk areas monitored by the Board of Governors.

Agreed: that work to manage risk remained in hand and no issues or concerns needed to be raised by members of the Board at this time

19/58 Learning, Teaching and Student Experience Strategy 2019-2024- progress report

Received: a report from the Director of Learning and Teaching

19/59 International Strategy- progress report

Received: a report from the Director of Learning and Teaching

19/60 Research and Knowledge Exchange Strategy- progress report

Received: a report from the Deputy Vice-Chancellor

19/61 Harper Adams University Development Trust

Received: a report on the meeting of the Trust held on 17 March 2020

19/62 OfS and Other Circulars

Received: a list of OfS and other circulars received by the University since the last meeting of the Board.