

# HARPER ADAMS UNIVERSITY

## Board of Governors

Minutes of the Meeting of the Board of Governors held on 26 November 2020 via MS teams

Present:	Mr Peter Nixon	Chair
	Dr David Llewellyn	Vice-Chancellor
	Mr Colin Bailey	
	Dr John Donaldson	Staff Governor
	Mr Richard Hambleton	
	Mrs Yvonne Hawkins	
	Mr Vernon Blakeman	Staff Governor
	Mr Dominic Wong	Vice-Chair
	Mr Thomas Oatey	SU President
	Professor Mark Ormerod	
	Mrs Rebecca Payne	Staff Governor
	Dr Julia Pointon	
	Mrs Christine Snell	
	Mr Martin Thomas	
	Mr Campbell Tweed	
	Mr Stephen Vickers	
	Mrs Debbie Winstanley	
	Mrs Emma Folkes	
	Mr Mark Griffiths	
In Attendance:	Dr Catherine Baxter	University Secretary & Clerk to the Board
	Mrs Liz Furey	Chief Financial Officer
	Professor Michael Lee	Deputy Vice-Chancellor
Observers:	Mrs Marisa Virseda	Board Apprentice
	Ms Adeola Olufayo	Board Apprentice
	Mrs Kate Baker	Deputy University Secretary
	Mrs Doris Taylor	Staff Observer
	Mrs Simone Clarke	Staff Observer
Apologies:	Mrs Sarah Mukherjee	
	Mr Tim Burnhope	
	Dr Tim Watson	

## Register of Interests

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

## 20/18 Pre-Board Briefing

Before the meeting, members received a briefing from the Director of Marketing and Communications focusing on the impact of spend on marketing and communications during 2019/20 and plans for 2020/21. Members agreed that the presentation had been very helpful. Members also recognised the challenge and the necessity of the University being flexible in its approach and responding to change, much of which had been rapid during the onset of Covid-19 restrictions. A significant amount of work had been done to create alternative methods of keeping in touch with prospective students and with applicants. The virtual Open Day platform had been particularly important and overall registrations and attendance following registration had been higher than that seen in recent years for on-campus Open Day events. Nevertheless, the University still hoped to offer in-person campus tours when it was safe and appropriate to do so in the New Year as this still remains an important way of helping applicants to decide whether or not studying at the University is their preferred option. Members expressed their thanks to the

Director of Marketing and Communications and her team and noted the helpful briefing paper along with the presentation that had been provided.

20/19 **Thanks**

Received: the Chair expressed his thanks to Mr Stephen Vickers who would be attending his last meeting as a current member of the Board. Members noted the significant contribution made by Mr Vickers to the work of the Board and that of the University during his time as a Member of the Board. It was hoped that the Board have an opportunity to thank Mr Vickers in person in due course when restrictions permitted.

20/20 **Welcome**

Welcomed: The Chair welcomed Mrs Marisa Virseda and Ms Adeola Olufayo, Board Apprentices; Mrs Kate Baker, Mrs Doris Taylor, and Dr Simone Clarke, staff observers.

20/21 **Minutes**

Approved: the minutes of the meeting of the Board of Governors held on 2 October 2020 (20/01 – 20/17)

20/22 **Matters Arising**

Received: a report from the University Secretary

Noted:

- i) that following the Board's decision to award staff who had worked during the national lockdown, an additional four days annual leave as a gesture of thanks for commitment during an extremely challenging period, the Chair had received a letter of thanks from Mrs Denise Bishop. Mrs Bishop had asked that her thanks be passed on to the board;
- ii) that Members were content to include a discussion on the University's engagement with urban populations as a strategic discussion item at the March 2021 meeting; **CEB**

20/23 **Vice-Chancellors Report and Governors Discussion**

Received:

- i) a report by the Vice-Chancellor on recent developments of note
- ii) a proposal to adopt the International Holocaust Remembrance Alliance definition of anti-Semitism subject to specific caveats, and a proposal to adopt additional separate definitions with regard to the University's wish to be inclusive of all groups as necessary;
- iii) a report on performance measured against Access and Participation Plan targets;
- iv) a report from Prof Mills on progress of preparations for the Research Excellence Framework;
- v) oral reports from Mrs Hawkins and Mrs Winstanley on their recent attendance at an Advance HE Governor Development event

Noted:

- i) that the University continued to work hard to ensure that the campus remained COVID secure and that students were offered the very best possible opportunities to engage with their studies in a safe manner. The University had experienced a period when the number of positive cases

had risen but this had since steadied and had been at a low level of 2 the previous week. This had grown slightly to 16 at the current time and appropriate measures were being taken to ensure isolation and support continued. The University would be moving online for its educational delivery in accordance with DfE guidance with effect from 7 December 2020. From 4 December 2020 the travel window for students to return home for the Christmas period had been confirmed by the Government. The University had put in place appropriate arrangements to ensure a staggered and safe departure system for students living on campus and was also engaging with students living in the community and providing appropriate advice. While some universities had been chosen to engage with the pilot of lateral flow testing, the University had decided, after careful consideration, not to engage with this but was instead able to offer asymptomatic PCR tests via the Health Protection Hub test centre located on the University's campus.

- ii) that the Government's new tier system would be put in place with effect from 2 December 2020. The latest data showed that up until the 21st November, Telford and Wrekin had 459 Covid positive cases of which 2 related to the students at the University. It was therefore clear that the University's student population was no longer a significant factor in the local area although it continued to monitor the situation carefully;
- iii) that arrangements were being put in place to ensure students who wish to stay on campus or in the local community beyond the Government travel window were supported. Access to the online library, student support, catering, food shopping, IT etc were all being managed;
- iv) that government requirements for students to return in January were not yet confirmed. Universities were asking for an early decision to enable appropriate planning and it was hoped that this would be forthcoming. In the meantime, Kate Baker continued to work closely with the local Health Protection Hub with a view to putting in place arrangements for either lateral flow testing or other asymptomatic testing that may be available from the Health Protection Hub. It was also recognised that the staggered start for students to return to campus may be a possibility and therefore the University was currently looking at the potential impact of this in terms of practical teaching and face-to-face delivery;
- v) that the recently announced financial support measures did not offer much opportunity for the University to gain further funding. The criteria related to a downturn in overseas students where Harper Adams had not seen a significant downturn. The other opportunity was to bid for capital funding where overall student numbers had reduced. Unfortunately, in the case of the University, while some areas had been less successful in recruiting students, others such as the Vet School had been successful and therefore, there was overall a net balance. It was also the case that the Government had promised the same pot of funding for several purposes and this had been raised by the Shadow Secretary of State as a concern;
- vi) that close engagement with staff representatives continued through the JCNC and SCG fortnightly meetings. The Vice-Chancellor had also been meeting staff generally to discuss other important items and to find out how staff were coping. Feedback was generally positive with staff working hard and doing the very best to support students and deliver research and teaching to the best of their ability as well as the effect of student support systems;

- vii) that communication with students remained a strong requirement from the Office for Students. The regular meetings with Student Services were continuing and these have been much appreciated by students particularly those who were self-isolating. There had been significant help provided by the Students' Union and this was particularly acknowledged by members of the Board. There were some concerns about relaxation of the current lockdown after 2 December and it was important to ensure that students stayed safe so that they could travel home safely. Appropriate messages were being discussed and would be shared with students. It was also recognised that ensuring that members of the local population were reassured that students were remaining safe and acting responsibly was also a key concern;
- viii) that the University continued to focus on student recruitment as a key activity as described in the pre-Board meeting by the Director of Marketing & Communications. Engagement with UCAS fairs and monitoring activities by competitors remained important as did engagement with applicants;
- ix) that 40 students from BUA had arrived and this pattern would continue into December and January when a further 26 were due to arrive. Quarantine support arrangements were in place. The expected students from Huazhong had also arrived and it was understood that the 6 CAU students were not now travelling to the UK. Their course was to be postponed to 2021 with support for the Chino Scholarship Council remaining in place for a revised start.
- x) that staff continue to be encouraged to write articles for the farming press. The University had also agreed to be the main education partner for New Scientist Live working with the NFU. A current student, Joe Bramall who was also an NFU student ambassador, had put considerable effort into supporting this event;
- xi) that the OfS had started to issue a number of consultative documents and put together a number of new proposals. These included a review of admissions with the possibility of a post-qualification admissions system, a quality and standards review with different outcome measures, and the review of the National Student Survey. On top of these areas, the OfS continued to focus on Access and Participation plans and required an update in March 2021 including feedback on enhanced monitoring areas. The University had drafted its proposed rural deprivation measure as included on the agenda and, subject to Board agreement this would be submitted to the OfS in due course;
- xii) that the number of 'good honours degrees' had improved in 2020 although it was understood that this had also occurred at other universities. Nevertheless, this KPI needed to be monitored closely;
- xiii) that Institutional Specific Funding (ISF) criteria had not yet been issued. Other key issues under discussion included the Further Education White Paper; the Augar Review and Pearce Review on TEF along with the announcement that OFSTED would now be responsible for quality assessing degree level apprenticeships. These issues had been discussed recently with the Shadow Minister at The University's West Midlands meeting;

- xiv) that the recent Comprehensive Spending Review announcement had not identified much change for higher education apart from a slight increase in funding for research and emphasis on the importance of intellectual property. It was clear that there would be further funding for further education and apprenticeships together with some changes for levy payers; a UK wide alternative to Erasmus plus; and a new draft free-speech University bill;
- xv) that sincere thanks were due to Mr Andy Jones who would be retiring from the University in mid-January. It was noted that his role would not be replaced directly. Rather, the areas of work would be reshaped and reassigned with a view to making efficiency savings where possible;
- xvi) that there had been a small number of sensitive student disciplinary cases which had been managed and thanks were due to members of the Board for engaging with a recent appeal;
- xvii) that a new lecture series inviting keynote speakers had been successfully launched. Key speakers so far had included the Chair of AHDB, John Shropshire a forthcoming representative of the British Veterinary Association and a speaker talking about rural business support. Engagement from staff and students had been positive and members of the Board had also attended;
- xviii) that three Further Education institutions had been given financial improvement notices, two of which were land-based – Duchy College and Moulton together with Telford College. Shrewsbury College Group were also subject to ministerial direction in relation to safeguarding. The Vice-Chancellor was also, through his recent appointment as President of the East of England Agricultural Association, aware of developments at Peterborough where, with the support of Anglia Ruskin University, there was a plan to develop a University Centre which would have a focus on agri-tech work and 2000 students by 2022. £30 million had been secured for a building programme;
- xix) that Hartpury University had developed a new partnership with Charles Stuart University in Australia;
- xx) that the Vice-Chancellor and the University were particularly pleased to welcome Prof Michael Lee in his role as Deputy Vice-Chancellor. He had represented the University during the week at an important Israeli Government initiative which may lead to further overseas partnerships. An approach from an institution in Trinidad and Tobago had also recently been received and this would be considered further;
- xxi) that a major bid to secure Salix grant funding to help improve and enhance the current renewable energy system had been submitted at the value of £4.7 million. The Cedar Board had been updated on this development at its recent meeting and noted that the outcome of the bid would be known on 11 December 2020. If the bid were to be secured, the programme would be very tight as funding needed to be expended by September 2021. In addition to the £4.7 million bid, £36,000 had already been secured to help provide expert consultancy to support the bid and deliver the programme;
- xxii) that the University had been shortlisted for the Times Higher Award for Outstanding Contribution to the Local Community with respect to the work of Dr Kreseda Smith in relation to rural crime;

- xxiii) that the new analysis of universities had been published by the 'Go Compare' website. This had placed Harper Adams in the top 20 UK universities;
- xxiv) that the collaboration with the Royal Veterinary College and Aberystwyth University had launched supported by the Welsh Assembly Government. Students would spend two years at Aberystwyth and then progress to the RVC. It was understood that there were circa 25 students involved in the programme;
- xxv) that the University was examining the possibility of re-engaging with the furlough scheme under the new rules recently announced. On this occasion however, the University did not intend to top up salaries to 100% and also intended to keep to the scheme rules on monthly limits which may potentially affect a very small number of staff;
- xxvi) that the University, along with many others, had received a letter from the Secretary of State asking that it adopt the working definition of anti-Semitism which had been published by the International Holocaust Remembrance Alliance. Although some universities had already adopted the definition there was ongoing concern to ensure that the working definition did not cut across University requirements with respect to free-speech. It was therefore suggested that an approach similar to that developed by UCL could be followed which would adopt the working definition but also include the additional caveats in relation to free-speech which had been proposed by the select committee in Parliament at the time that the government adopted the definition. It was also understood that UK and other sector bodies continue to discuss the matter with the Minister and his team and it was therefore possible that an alternative approach might emerge over the coming weeks. However, as the Minister had made it clear that he intended to take action against universities who had not adopted the working definition by Christmas 2021, it was necessary for the University to ask the Board to approve that the working definition (together with the caveats and a commitment to ensuring that all groups were appropriately recognised in the University's policies and procedures) be adopted in principle but this would not be progressed in place unless it was clear that the UK talks had not led to any change. If the UUK talks did lead to change the matter would be referred back to the Board for further discussion. It was also understood that the universities who had already adopted the working definition had used it as guidance when considering any allegations of anti-Semitism as an aid to their understanding of such matters. In discussion, Board members suggested that this should be made clearer in the University's announcement should it need to adopt the working definition as well as the caveats as suggested in the paper. It was further suggested that it would be useful to make reference to the forthcoming Freedom of Speech Bill should any announcement of adoption be necessary prior to Christmas 2021; **CEB**
- xxvii) that the progress report on actions to achieve the Access and Participation Plan objectives for 2019/20 and 2020/21 was useful and Members were content with the proposed definition for a rural deprivation indicator. They were also content that there was a proposal that a working group would meet monthly to continue the ongoing monitoring of the plan. Members noted that the work to identify the rural deprivation indicator had been helpful and had identified a number of areas of further work that the University now had in hand. Members also recognised the

importance to maintain an appropriate balance between the core rural market that the University had always served well and new areas including students from urban areas and that there was an important need to appeal to both. It was also the case that the rural deprivation indicators identified a number of urban centres in rural locations as well as conurbations close to rural areas where there was further opportunity to attract students from semi urban or urban areas;

- xxviii) that Members welcomed the RAG rating identified in the report and noted that further information had been uploaded to the Governors' Document Library;
- xxix) that Professor Mills was able to confirm that solid progress was being made with preparation of the REF submission. He explained the background to the UK wide system and noted that approximately 52,000 academics had submitted papers in the previous exercise to 900 peers who were allocated to Peer Review Committees which total 36 in number. Professor Mills had been a member of one of the panels in the previous exercise. The total cost was £250 million. However, this exercise determines how £1.76 billion of research funding would be allocated based on the scores achieved in the exercise. It was clear therefore that the REF remained extremely important;
- xxx) that Universities submitting to the REF had to address three key elements – 60% of the score was based on peer reviewed papers and it was therefore necessary to choose the very best papers to submit to the exercise. In the previous exercise the University has submitted 17 academic colleagues; however, the rules had changed for the 2020 exercise and the default was now that every single academic should be submitted unless it was clear that they did not have any specific responsibility for research. This had therefore been looked at carefully and the University had determined in its policy that staff would only be returned if their workload included 5% or more dedicated to research. The outcome was that 44 FTE staff would be submitted;
- xxxi) that to date approximately 111 papers had been reviewed. All staff submitted needed to have at least 1 paper but could submit up to 5. 120 papers were available which looked appropriate and the 111 final group would be selected from this field. On average, the papers that were being considered had been cited 40 times by other researchers around the world which was good evidence of international engagement and of the quality of the papers. The other two elements were research and environment where a 10,000-word narrative was required together with a commentary on current and future research strategy. The focus of this would be around net zero carbon and wider sustainability issues. The final element was a need to submit impact case studies. In the case of Harper Adams such studies had to be presented to show how over the past 20 years the University had had an impact beyond the academic community on industry or other key partners;
- xxxii) that the University had submitted its REF Code of Practice which had been approved a year ago. However, due to the COVID changes to the timetable this needed to be resubmitted and updated. The revised code had been re-approved. Prof Mills hoped to have drafted the majority of the submission by the time he finished his part-time appointment at the end of December and thereafter Dawn Arnold the new Director of Research would be taking the exercise forward to its completion and final submission in March 2021;

- xxxiii) that Mrs Hawkins and Mrs Winstanley had found the recent Advance HE session very useful and thought-provoking. The emphasis of the sessions had been on the need for the Board to add strategic value as well as undertaking its regulatory financial oversight and responsibility for equality and diversity very seriously. There had also been an emphasis on the changes caused by Brexit and COVID together with public perceptions of value and quality of higher education. The session had also talked about Governors being role models and identifying and exhibiting behaviours and values that they would wish their university to demonstrate, such as respect trust etc. It had also been emphasised that listening to student voices continued to be important and a recognition that all members of the Board are equal. In accordance with the new CUC code, there had been an important emphasis on diversity and inclusion and learning from other sectors. There had been some discussion about frequency of meetings and size of Boards however, form and function remained important. Members noted that the University had previously considered reducing Board numbers and had decided against it to ensure that there were sufficient members to take on key responsibilities such as committee membership and lead Governor roles. The session had finished with a worked example of a strategic review by a new Vice-Chancellor and how she had worked with her new Board to develop this activity;
- xxxiv) that members noted in discussion the Board had previously agreed to ensure that in seeking expressions of interest for new members and 2021 a wide variety of platforms would be used to ensure that the opportunity reached as many communities as possible.

Agreed:

- i) that the University should adopt the draft IHRA working definition of anti-Semitism subject to inclusion of the recommended caveats of the select committee and reference to the University's intention to use the working definition as guidance to aid its understanding of anti-Semitism and in addition, to make clear reference to the University's acknowledgement that there would be a new forthcoming Freedom of Speech bill which may need to be considered in due course. Members also agreed that the University's plan to continue to review its activities in relation to equality and diversity along with policies and procedures should be taken forward as proposed; **CEB/DGL**
- ii) to approve the report on performance measured against Access and Participation Plan targets 2019/20 and 2020/21 together with the draft rural deprivation indicate indicator and the proposal to create a monthly working group to monitor progress with the report with the plan; **SC**
- iii) the University's proposal to engage with the new rules for the furlough scheme as appropriate funding 80% of salary and not exceeding the maximum monthly limit set out by the government scheme. **LF/KB**

20/23 **OfS Accountability Return 2019/20**

Received: a briefing note on the documentation required for the OfS Annual Accountability Return and the process that needs to be followed to seek approval of the various documents required from the Board and its subcommittees

Noted: that the report confirmed that the Board had either already received and agreed the necessary documents; or would receive and consider them during the meeting except for the final Five Year Forecast which would be considered at the

special meeting already arranged for 26 January 2021 when F & G P Committee and the Board would be meeting to consider these items. **LF**

20/24 **Audit and Risk Management Committee**

- Received:
- i) a report on the meeting of the Committee held on 13 November 2020
  - ii) the Annual Report of the Audit and Risk Management Committee for 2019/20 financial year including as annexes the reports of the Internal Auditors and the draft report of the External Auditors;
  - iii) the Value for Money Report 2019/20 and Value for Money Plan for 2020/21 and the Value for Money Strategy.

- Noted:
- i) that the Audit Committee had been pleased to welcome Mrs Virseda as a co-opted Member for the year. Members had also acknowledged the significant amount of work that Kate Baker had done to draw the documentation together for the meeting in November following handover from Dr Baxter;
  - ii) that the Audit Committee had received a helpful briefing on the financial forecast for 2020/21 and 2021/22 and had agreed to recommend to the Board the draft Annual Report and Accounts for Harper Adams University and associated documents as set out later on the agenda. It had also agreed to recommend to the Board approval of the Annual Report and Financial Statements of Cedar Energy Limited and associated documentation and also those of the Development Trust and associated documentation also as set out later on the agenda;
  - iii) that the External Auditors had presented their draft report and it had been hoped that their final report would have been ready in time for the Board meeting. Although the report was almost complete it remained with the KPMG technical team for final checking. The new wording for the Access and Participation opinion had now been received and remained positive. The final determination of going concern was still under discussion although no major issues were anticipated. It was therefore hoped that the final wording would be received shortly for this important element;
  - iv) that the Committee had been content with the Value for Money Strategy, the final report on progress of the Value for Money Plan for 2019/20 and the draft Value for Money Plan for 2020/21 and had decided to recommend these documents to the Board for its approval. The Committee had also considered its draft report and agreed to recommend it to the Board subject to final inclusion of elements of the KPMG External Auditors report once the final version became available. The Committee had been able to present a positive report to the Board and had no major issues to raise;
  - v) the Committee had noted the Internal Auditors Annual Report which was overall very positive. The Internal Auditors had conducted a mock audit review of funding for degree level apprenticeships and had identified a number of areas which needed to be addressed. They had confirmed that this was not unusual as the rules change very regularly and it was very challenging for institutions to remain up-to-date with the requirements. This remained an area of risk for all institutions. The

University was taking active steps to address the recommendations and these would be followed up by the Internal Auditors in due course;

- vi) that members had also considered the University's Risk Management Policy for 2020/21 and the Risk Analysis and Action Plan for 2020/21 including the Risk Appetite Statement and had recommended these to the Board for its approval. They had also considered a detailed report on how COVID risks and planning were being progressed and also on Brexit risks and again recommended these to the Board for approval. A number of risks had been re-rated and details were included on the agenda for with a request that the Board agree these amended risk ratings;
- vii) that the Committee had also considered and completed its Annual Review of Performance of Internal and External Auditors and had agreed to recommend that the Internal Auditors be reappointed for 2020/21. The current External Auditors were not in a position to be reappointed as their tender period was coming to an end and it was necessary therefore for a new external audit tender to be launched with a view to appointing the successful external audit firm to commence their work during 2021 in advance of year end July 2021;

Agreed:

- i) that the Internal Auditors, RSM, be reappointed for the year 2020/21; **CEB**
- ii) that and External Audit tender be launched early in 2021; **LF**
- iii) that the Value for Money Report for 2019/20, Value for Money Plan for 2020/21, and Value for Money Strategy for 2020/21 be approved;
- iv) that the report of the Audit and Risk Management Committee for 2019/20 was accepted and was confirmed as providing the Board with the sufficient assurance subject to final confirmation of the points from the External Auditors final report which had not yet been received;
- v) that the Board would wish to receive the final copy of the External Auditors' report and ARMC Annual Report by circulation. If any major issues arose the Board would be informed and matters considered by circulation or at a special meeting if required; **LF**
- vi) that the Board were content that the Internal Audit Report provided appropriate assurance and members had no further issues to raise.

**20/25 Financial Matters, Annual Report and Financial Statements**

Received:

- i) a report on matters considered at the meetings of the Finance & General Purposes Committee including a report on Board level KPIs and the Forecast for 2020/21 and 2021/22;
- ii) an aide memoir and the Reporting of Public Benefits and OfS reporting requirements;
- iii) a briefing note from the Chief Financial Officer on the draft Audited Accounts;
- iv) the 2019/20 Audited Accounts for Harper Adams University incorporating the External Auditors opinion, Vice-Chancellors Report, and Corporate Governance statement;

- v) the Letter of Representation for the Harper Adams University Group;
- vi) a Letter of Support for Cedar Energy Ltd from Harper Adams University and a letter setting out loan arrangements;
- vii) the 2019/20 Annual Report and Accounts for Cedar Energy Limited and Letter of Representation;
- viii) the 2019/20 Annual Report and Accounts for Harper Adams University Development Trust and Letter of Representation.

Noted:

- i) that the Committee had been pleased to note the progress made on considering how procurement data should best be presented during the annual review of the Procurement Strategy in 2020/21. Particular thanks were expressed to Mr Thomas for his work with the Chief Financial Officer in this regard. Thanks were also due to Mr Thomas for his work in supporting the project to develop a new DC pension scheme which was now in place at the University;
- ii) that the committee had been content that the final outturn for 2019/20 has been as anticipated and noted that the regular briefing received by both the Committee and the Board had been helpful in this regard and ensured that Members were fully briefed and there had been no major changes or issues therefore to consider at the meeting. It was further noted that the Letters of Representation and Support were standard as drafted and there were therefore no major issues or concerns to raise;
- iii) that there had been some HE sector-wide challenges for External Auditors during the year in relation to going concern and also the new OfS requirement to include a comment on Access and Participation Plans. This had led to the delays in production of the final External Auditors report. Nevertheless, the auditors report had been positive to date and it was not anticipated that there would be any further major issues. As noted above it would be important to ensure that the Board saw the final version of the report in due course; **LF**
- iv) that the Committee had also reviewed the Ethical Investment Policy and had determined that the current policy with minor changes should be approved for 2020/21;
- v) the Committee had considered the Key Performance Indicators presented to the Board and had no issues to raise. The performance indicators were currently being completed and would be uploaded to the Governors' Document Library in due course;
- vi) that the Financial Forecast for 2020/21 had continued to identify a likely deficit of £850K while in 2021/2022 a planned surplus of £250K would be delivered provided the targets identified in the forecast were fully met. There had been a very detailed discussion at the Committee and members had noted that the University for both years had assumed a similar actuarial charge with the Local Government Pension Scheme. Members had concluded that the assumptions were challenging but reasonable and achievable. The large increase in the LGPS valuation related to the external changes in the financial market in particular very low bond yields and therefore the University was unable to control this. Without the actuarial charges the University would have more or less broken even at the end of 2019/20 and this was therefore a very good

result given the significant challenges relating to COVID. Significant progress had already been made to deliver the necessary efficiency savings and more work was in hand and would be monitored by the Committee over the year. It was also hoped that some staff may be interested in moving to the DC scheme as this could be beneficial for both the individual in terms of cost and for the University should staff wish to make this change;

- vii) that the approach taken was prudent and measured although making the savings would continue to be challenging. The University continued to be very mindful of the importance of continuing with an excellent student experience and maintaining its close connections with industry;
- viii) that strategic developments also continue to be taken forward alongside the detailed work on ensuring delivery of the forecast. Recent examples included an opportunity to work with an industry partner in relation to their new research station and also the significant bid that had been put together to try and secure Salix grant funding to help deliver the University sustainability targets as set out in its Strategic Plan. It was also recognised that sustainability remained key for farm activities and research and teaching. The University had emphasised the importance of working towards net zero and managing its carbon footprint in its strategic plan 2020 – 25 and would also have the opportunity to ensure these areas were covered during its curriculum review which would start in autumn 2021;
- ix) that Professor Lee would be working with Prof Mills on ensuring that sustainable development goals were included in the forward research strategy and work was already taking place in relation to engaging with AHDB carbon management goals for farming;
- x) that lessons learned from COVID 19 included the importance of continuing to develop high-quality virtual engagement with industry partners and prospective students as well as appropriate face-to-face engagement when this was permissible once again. These lessons would also be fed into the curriculum review in 2021 and would help support a blended learning approach which would in turn help to support the University if there were future pandemics or other challenges which needed to be managed in due course;
- xi) that the budget remained challenging and there were necessary cost improving pedagogical developments and ensuring that support was offered to the Students' Union and other key activities during the year;
- xii) that a further benefit to the current blended learning was that significant material was now available on the University's Learning Hub which helped students engage with their learning and return to listen to lectures again as part of their revision. While it was time-consuming for staff to record lectures and develop the closed captions to support the narration it was also recognised that once created such materials it would be relatively easy to update on an annual basis;
- xiii) that it was also clear that prospective students were engaging well with the virtual Open Day and applicants had been well prepared and asked very sensible and challenging questions. Student engagement with the virtual Development Trust Scholarship Fair and the recent virtual scholarship and placement there had also been very positive as had the engagement by employers;

- xiv) that overall, members felt the University had been agile and responsive and had paid appropriate attention to sustainability as well as its responsibilities to staff and students and had managed risks as far as possible;
- xv) the KPIs for 2019/20 and that PIs would be available on the Governors' Document Library in due course.
- xvi) that members were content that as reported by the Finance & General Purposes Committee and Audit and Risk Management Committee the University had demonstrated in its Annual Report and Accounts and appropriate engagement and awareness of the importance of reporting public benefits and the OfS reporting requirements;
- xvii) that members were content that the University's disclosure of its environmental impact as a company was appropriate and noted that this requirement had not yet been put in place for all universities unless they happen to be companies as in the case of Harper Adams University.

Endorsed: the Ethical Investment Policy 2020/21;

Approved: i) the Draft 2019/20 Annual Report and Financial Statements for Harper Adams University, the draft Letter of Representation for Harper Adams University Group, the draft 2019/20 Annual Reports and Accounts for Cedar Energy Ltd together with the draft Letter of Representation, and a draft Letter of Support and Loan Arrangements for the company from the University; and the draft 19/20 Annual Report and Accounts for the Development Trust together with the Letter of Representation;

## 20/26 Strategic Topics

Received: a report from the Chief Financial Officer on the Joint Vet School with Keele University

Noted:

- i) that the capital programme remained in hand. Some contingency had been used due to COVID related challenges. The timetable had also been adjusted such that the building was likely to be handed over in early December 2020 rather than in November 2020 as had been indicated earlier in the year;
- ii) that the work to develop an agreed scheme for cattle handling continued and it was possible that some of the remaining contingency may need to be drawn upon to deliver a scheme that met the requirements of all concerned;
- iii) that the CFO would be meeting with the Financial Director at Keele University to review the Financial Forecast for the next meeting of the Joint Management Board of the Vet School. Following this, the CFO would be reporting to the Board at its next meeting on how the School was currently meeting the business case approved by the Board in relation to the creation of the school and the investment by Harper Adams University.

LF

Agreed: to express the Boards' thanks to Jonathan Cain for his hard work on ensuring that the capital programme remained on target and within budget despite COVID challenges.

CEB

20/27 **Academic Board, Academic Developments and Annual Assurance Reports on the Management of Quality and Standards**

- Received:
- i) a report on the meeting of Academic Board held on 18 November 2020
  - ii) the Annual Report of Academic Quality Standards and Student Access and Achievement 2019/20 including a summary of External Examiners Reports for 2019/20

- Noted:
- i) that the Academic Board had focused on its last meeting on changes to assessment and delivery as required during the national lockdown. Academic Board had also recognised the large amount of work required to deliver the new blended learning approach while maintaining progress with key strategic items such as the Access and Participation Plan as had been noted earlier in the meeting;
  - ii) that Academic Board had also noted the progress being made with the REF submission and had noted the importance in terms of reputational benefits and research income in due course which depended on the outcome from the assessment;
  - iii) that Academic Board planned a review of its Effectiveness Review including of its subcommittees and in due course the Board would be updated on progress with this activity;
  - iv) that the Annual Report of Academic Quality Standards Student Access and Achievement focused on an evaluation of student achievement and outcomes. As previously noted in the meeting, there had been an increase in 'good degrees' and this had been described as set out in the report. It was important to note that all students achieving an MEng for example, were automatically regarded as a achieving a 'good degree' and it was also clear that the achievement of a number of groups of students including disabled students had improved. It appeared that this may be due to the online and open book assessments had been put in place during the national lockdown. It was informally understood that the other universities have overall also seen a similar improvement in achievement;
  - v) that the summary of how the University manages its quality and standards as set out in Annex A, would be particularly useful during the exercise to map current activity against the recent OfS consultation;
  - vi) that the University continued to look carefully at applicant conversion. The decision to reduce Foundation Degrees in a number of areas where student performance had generally not been strong was under review to determine whether or not it may be helpful to reintroduce this opportunity while bearing in mind the fact that competitors tended to accept students directly to Honours Degrees;
  - vii) that it was disappointing that feedback on the Students' Union had not been as positive as had been hoped during the National Student Survey nevertheless, analysis of free text comments suggested that students were not necessarily answering the question which focused on academic representation but were in fact making comments about social activities. This had been discussed at LTSEC and it was likely that the University would include optional questions in the next NSS to help focus student responses. Attendance at a recent roundtable for smaller HEI's and

focusing on the work of their student unions had also provided useful insights.

Agreed:

- i) to commend the new format of the Annual Report on Academic Quality, Standards Student Access and Achievement and to thank the staff who had prepared the very helpful report. Members in particular welcomed the RAG rating and clear summary sections included in the document; **CEB**
- ii) to endorse the Quality Enhancement Action Plan as set out in the report. **SC**

20/28 **Risk Management**

Received:

- i) a summary of proposed changes to the Risk Analysis and Action Plan 2020/21;
- ii) the updated Risk Appetite Statement 2020/21
- iii) the updated Risk Management Policy 2020/21

Noted:

- i) that thanks were due to risk leaders and their teams for reviewing the risks thoroughly over the summer and early autumn. In discussion, members noted that financial risks in relation to the Farm not achieving its budget was already included in the finance risks and that reference to the work of the Animal Welfare and Ethical Review Body was also already included in the detailed RAAP slides. The full RAAP had been uploaded to the Governors' Document Library and would be shared with University Executive at its forthcoming meeting subject to any comments by the Board;
- ii) that members were particularly pleased to see the consistent improvement in the work of the Students' Union and this had moved forward very positively since the appointment of Mr Oatey and Ms France. Members offered their thanks and congratulations to the President and Vice-President; **TO**
- iii) that although Members were content with the Risk Appetite Statement 2020/21 as set out, it was suggested that it may be helpful to consider reframing it in terms of risk averse, risk limiting, risk accepting. A framework used by Crowe LLP was suggested as particularly helpful to consider as part of for the next review in 2021; **KB**
- iv) that would be helpful to ensure that the new research concordat is referred to in the context of the work of AWERB;

Approved:

- i) the Risk Analysis and Action Plan 2020/21 including the revised risk rating; **CEB**
- ii) the Risk Appetite Statement 2020/21; **CEB**
- ii) the Risk Management Policy 20/2021. **CEB**

20/29 **Prevent Duty: Annual Accountability Return to the OfS 2019/20**

Received: the Prevent Duty Annual Accountability Return 2020 for Submission to the OfS in December 2020

- Noted:
- i) that following the Board's consideration of the Annual Prevent Report at its October meeting, the OfS had published the requirements for the Annual Accountability Return. There had been some changes to the return, in particular, institutions were required to describe how they had responded to any risks arising from COVID 19 and particular information about their welfare arrangements for students rather than including welfare data in the data returns as in previous years;
  - ii) that the University continued to deliver its responsibilities with regard to the Prevent Duty and members had no issues or concerns to raise and were content with the Annual Accountability Return as drafted;

Approved: the Prevent Duty Annual Accountability Return 2020.

20/30 **Report of the President of the Students' Union**

Received: a report from the Students' Union President on the recent activities of the Students' Union

- Noted:
- i) that the Students' Union audited accounts including the Trustees Report, and External Auditors opinion for year ended 31 July 2020 would be circulated when they were available together with responses from the SU Director with respect to any actions arising from the Annual External Audit; **TO**
  - ii) that the Students' Union had managed to run a successful programme of activity in the bar until the recent lockdown had interrupted these arrangements. The bar would also remain closed during the rest of the term to enable students to return home safely;
  - iii) the SU had received a surprise COVID inspection from Telford and Wrekin which had resulted in a very positive report. Officers had commended best practice which they would share with other bars e.g. the Students' Union app for ordering drinks;
  - iv) that club and society activities had also had to cease face to face activity during the lockdown and it had been necessary to charge reduced memberships recognising that not all clubs would be travelling for matches etc. Budgets had been adjusted appropriately;
  - v) that a draft letter from the University agreeing that it was willing to forward pay future SU grants was under preparation and would be provided by the CFO; **LF**
  - vi) that three Students' Union staff were currently on furlough due to reduced level of activity. Bar staff had also been furloughed where possible;
  - vii) that online events were being offered to students some of which were popular such as Harper Forum and others were less well attended although continue to be important for those who did attend. Feedback from students had been sought and activities they had requested had been provided;

- viii) that the Students' Union had launched its next 'Student Voice' Report and hoped to share outcomes in due course. Students' Union Officers had also attended recent undergraduate course committees and had presented a short summary to LTSEC with recommendations;
- ix) that the Students' Union had worked to support the University on planning for Christmas particularly working with the Chaplain and Student Services. The SU plan to put together a package which would support students staying on campus over the Christmas period or in the local community to be delivered to students during the last week of the autumn term;
- x) that the Students' Union felt the University had briefed and supported students appropriately;
- xi) that the SU continued to engage proactively with the University and to support its approach to COVID 19;

Agreed: to express the Boards' sincere thanks to Thomas Oatey and his team for all their hard work and support of the University during the autumn term. **CEB**

20/31 **Committees**

- Received:
- i) a report on the meeting of Health and Safety Committee held on 15 October 2020;
  - ii) a report on the meeting the Staffing Committee held on 5 November 2020;
  - iii) a report on the meeting of Farm Strategy Committee held on 15 November 2020;
  - iv) a report on the meeting of the Governance Review Group held on 5 November 2020.

- Noted:
- i) that the Honorary Degrees Committee would meet following the Board meeting. Members were content to receive recommendations by circulation in due course; **CEB**
  - ii) that Members were content to endorse action taken by the Chair to appoint new members of the AWERB and associated Officers;
  - iii) that Members were also content to endorse action taken by the Chair as Chair of Nominations Committee to update membership of the Honorary Awards Committee;
  - iv) that the Health and Safety Committee had noted 3 RIDDORS all of which had been investigated and addressed appropriately with no issues that need to be further considered by the Board;
  - v) that the Staffing Committee had been pleased to welcome Adeola Olufayo as a new co-opted member for the year;
  - vi) that the Committee had particularly discussed PDR arrangements and it was hoped that further progress could be made on this during the year to ensure that all staff who should be included in the programme were engaging fully;

- vii) that a detailed review of the Farm was underway and thanks were particularly due to Mr Bailey for his work in this regard. Mr Bailey reported that his review of the Farm information to date had confirmed that the Farm was mid-sized with 60% of its income from milk supporting an overall turnover of approximately £2 million. The Single Farm Payment was about 5% of income. The loss of the premium priced Tesco contract had been disappointing and had a significant impact of circa £100 K per annum. Work to recover the position was in place and the performance of the dairy continue to improve;
- viii) that the Farm understood that it needed to ensure it worked sustainably and was able to secure funding for public good;
- ix) that the Farm was naturally conflicted in managing farming and estate management activities together with teaching and research and ensuring that its wide range of stakeholders were appropriately served;
- x) that some sections were making money while others were not so successful. However, if these were needed for educational purposes then there may be a need to retain these while securing an overall financial balance. Mr Bailey would continue to explore this and seek views of staff and members of the Farm Strategy Committee in due course;
- xi) that there may be an opportunity to benchmark the work of the Farm with those of other universities and to ensure that the strategic direction remained appropriate. There may also be opportunities review the structure and consider opportunities for change and to ensure that the activities managed by the Agriculture & Environment Department were also considered as part of this activity;
- xii) that work was in hand to review the apportionment of farm costs to try and disaggregate the costs relating to research. The Deputy Vice-Chancellor was taking a close look at all livestock units with a view to whether or not there were ways in which these could be run in a different way to achieve better efficiency and effectiveness;
- xiii) that in discussion, members accepted that mixed farming remains challenging and that the experience of the Deputy Vice-Chancellor of similar farms where research needs to be balanced with commercial activity, would be useful as part of the overall review looking at options and sustainability planning including carbon sequestration;
- xiv) that Mr Bailey had found it useful to discuss the Farm with Mark Roach as a former Governor and member of the Farm Strategy Committee;
- xx) that members would be content to receive feedback from Mr Bailey at the March 2021 meeting on progress with the review. It was confirmed that this should be an important discussion item for members of the Board and sufficient time would be set aside on the agenda; **PN/CEB**
- xxi) that members had welcomed the opportunity to review in detail the papers circulated with respect to the Governance Review Group meeting held on 5 November 2020 and the proposed amendments to the University's arrangements to ensure compliance with the new CUC code;

Agreed:

- i) that the Board and the University should continue to adopt the CUC

code of HEI governance in full;

- ii) that the Board would in future receive an annual report drawing together the various equality and diversity reports already presented to Staffing Committee and other Committees during the year;
- iii) that as part of the summary text box or executive summaries provided at the beginning of Board committee papers where a decision is required, the author of the paper will in future be asked to indicate whether or not in their view the decisions requested have any equality, diversity, inclusion issues or risks associated with them; **CEB**
- iv) that where the Board or Committee is asked to approve a new amended policy, the author would need to confirm that an equality impact assessment has been conducted and advise whether or not any issues have been identified and addressed; **CEB**

*NB. Prior to discussion of the next point, members agreed that they did not need to ask the Chair or Vice-Chair to depart from the meeting as all members had reviewed the proposal sent prior to the meeting and no one had any objections. The Chair & Vice-Chair did not join in the discussion.*

- v) that members were content that there was no requirement at the current time for a Senior Independent Governor to be appointed as a sounding board. Members confirmed that they had considered the reasons set out for this proposal and felt that there was no need to consider the matter further at this time as members were content with the current arrangements and confirmed that there are sufficient opportunities for members to raise any concerns about the conduct of the Chair or the Vice-Chair or to raise any other issues if they wish to do so. It was further agreed that as suggested, the matter would be considered on an annual basis as part of the annual re-election of the Chair and Vice-chair; **CEB**
- vi) that the Effectiveness Review interval would be revised from 4 years to 3 years;
- vii) that the revised Statement of Primary Responsibility circulated to Members prior to the meeting should be adopted as set out. This would not include reference to the phrase 'With the Executive' in section 1 as Members agreed that this was not consistent with the University's constitutional arrangements which clearly state that the Board cannot delegate the determination of the educational character, mission and corporate plans of the universities of the University; **CEB**
- viii) that members were in agreement with the proposal to consolidate the Code of Conduct and Roles and Responsibilities of Governors and to refresh these so that they remained up-to-date and fully reflect the new code. These would be included in the Governors' Handbook and circulated to all members for information as set out in the papers circulated to members prior to the meeting; **CEB**
- ix) that there were a number of minor formatting and nomenclature changes to the Articles of Association and Instrument Articles of Government which needed to be updated these included:

- amend reference to 'Academic Staff Governors' to read 'Staff Governors';
  - ensure font of all text is consistent and adjust numbering where it is also inconsistent;
  - all references to 'Chair' and 'Deputy Chair' to read 'Chair' and 'Vice-Chair' of the Board of Governors with the exception of Deputy Chair of Academic Board and also clarify that more than one Vice-Chair could be appointed as permitted under the Articles and the Chair and Vice-Chair should be appointed independent members of the Board;
  - amend reference to 'Higher Education Funding Council for England' to read 'Office for Students' including any successor bodies;
  - amend incorrect reference to 'College' to read 'University';
  - and all other minor amendments previously shared with Members; **CEB**
- x) that members were content that the mapping document circulated prior to the Board meeting demonstrated that the Board continued to meet the requirements of the Code and that the suggested actions will ensure that this is the case into the future;
- x) that in addition to the six areas already discussed with Members during the 2020 one to one annual meeting with the Chair, a further point would be added covering the contribution of the member to the work of the Board and/or Committee during the year. At this point, in an annual one to one meeting, the Chair would feedback to the member on his or her view of the contribution performance of the member during the year. Areas of further development and how these could be addressed would also be agreed as necessary between the Chair and the member. In this regard, it was noted that this activity already took place in certain instances, however a member had suggested that it be helpful to clarify that this was always the case and that this regular feedback should be referenced clearly at the point when a Governor is nominated and appointed and also in the Governor Handbook and induction. It was further agreed that the seven areas would be circulated to members for their reference following the meeting and would be recirculated prior to the annual one-to-one meetings and included in the Governors Handbook: **CEB**
- xi) that members agreed that it was helpful to remind all Board Members that the University Secretary in the role of Clerk to the Board was also available for members to contact at any time should they have any issues to discuss or queries to raise in addition to the availability of the Chair, Vice-Chair and Vice-Chancellor as CEO for members to consult as necessary. A reference to remind members of the availability of the Clerk had been added to the covering letter. It would be added to each covering letter of every Board meeting in the future and it would also be reiterated at induction and also included in the Governors' Handbook; **CEB**

## 20/32 **Modern Slavery**

Received: a briefing note on the University's continuing plans to address the Modern Slavery legislation to the University's updated statement on Modern Slavery Act for publication in January 2021.

Noted: that the University continued to address this matter appropriately.

Approved: approved the University's updated statement on the Modern Slavery Act for publication in January 2021. **LF**

**20/33 Meeting Dates 2020/21**

Received: proposed 2020/21 meeting dates for the Board of Governors and Committees.

Agreed: the dates as set out, noting that the date for the Honorary Awards Committee meeting in 2021 should read 26<sup>th</sup> not 25<sup>th</sup> November.

**20/34 Any Other Business**

Members endorsed action taken by the Chair to note the position on environmental compliance and air-conditioning inspection. Members agreed that as requested by the Development Trust, the second lecture theatre in the Veterinary Education Centre would be named the Kildare Lecture Theatre after the Kildare Charitable Trust which had made a further donation of £250,000 making their donation £500,000 in total.

**20/35 Date of Next Meeting**

Special Meeting: 26th January 2021 at 2.00pm followed by the next regular meeting on 25th March 2021 at 10.00

**Part B**

**20/36 Risk Management**

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

Agreed: that risks continued to be managed appropriately.

**20/37 Corporate Planning Statement**

Received: a progress report on the Corporate Planning Statement 2020/21.

Agreed: that progress remained appropriate and members had no issues to raise.

**20/38 Management Accounts**

Received: i) the Management Accounts Report for the period to 31 July 2020  
ii) the Management Accounts of the period to 30 September 2020

**20/39 Harper Adams University Development Trust**

Received: a report of meeting of the Trust held on 7 October 2020. Members noted in particular the information on the Trust work to support the University's Access and Participation Plan as set out earlier in the agenda and the request for the naming of the lecture theatre in the Veterinary Education Centre as previously agreed earlier in the meeting

**20/40 OfS and other Circulars**

Noted: that a list of OfS and other circulars received by the University since the last meeting of the Board had been uploaded to the Governors' Document Library.