Kingston University London

MINUTES
BOARD OF GOVERNORS

MINUTES OF THE MEETING OF THE BOARD OF GOVERNORS HELD ON WEDNESDAY 22 SEPTEMBER 2010 IN THE TOWN HOUSE, PENRHYN ROAD

Present:

Gren Collings (Chair), George Alexandrou, Ann Allen, Tony Beadle, Chris Brooks, David Carter, Stephen Cooksey, Sara Drake, TJ Esubiyi, Lesley Granger, Robert Green, Steve King, Phil Molyneux, David Reardon, Sue Rimmer, Peter Scott, David Taylor and Clarissa Wilks

In attendance:

Deputy Vice-Chancellor, Pro Vice-Chancellor (Corporate Affairs) & University Secretary, Pro Vice-Chancellor (External Affairs), Pro Vice-Chancellor (Research & Enterprise), Finance Director, Head of Planning, Head of Secretariat and Minuting Clerk

The Chair noted that this was the final Board meeting for Ann Corrigan and Steve King. Ann had joined the Board in 2003 and had served on the Finance Committee since then. She served as Chair of the Finance Committee since April 2007 and as Vice-Chair of the Board since November 2009. She had also assisted on a number of staff and student hearings and recruitment panels. Steve had joined the Board in 2006 and served as a member of the Finance Committee since then.

On behalf of the Board, the Chair thanked Ann in her absence, and Steve, for their support and contribution over their years of service, and wished them well for the future.

83.0 Apologies for absence

Apologies for absence were received from Ann Corrigan, Frank Kennedy, Peter Kopelman, Roderic Lyne, Nona McDuff and Derek Osbourne

84.0 Minutes of the Board of Governors Meeting held on 14 July 2010

84.1 The Minutes were approved.

85.0 Matters Arising

85.1 Minute 58.4 – Inclusion of teaching delivery in Performance Improvement programme:

It was reported that the wording relating to learning and teaching in the Performance Improvement programme had been discussed and appropriate modifications had been made.

85.2 Tribal benchmarking exercise:

A summary report on the Tribal benchmarking exercise would be brought to the Board at its November meeting. It was agreed that the report would be circulated to the Audit Committee in the first place.

85.3 There were no matters arising which were not covered elsewhere on the agenda.

Action: Summary report on Tribal benchmarking exercise circulated to Audit Committee before being presented to the Board of Governors in November [Secretariat]

86.0 Vice-Chancellor's Report
(Paper BG 117/10)

86.1 National Policy Developments

The Vice-Chancellor reported on the Spending Review, the outcome of which was due to be announced on 20th October, and which was closely linked with the outcome of the Browne Review on student fees on funding, due to be published in the week of 11th October. Whilst there was some conjecture that the cuts in higher education could be higher than the originally expected average of 25%, it was difficult to make an accurate assessment ahead of the review outcomes. The issues around student fees and funding were becoming increasingly political, with a Liberal Democrat move away from fees towards a graduate tax, or contribution. The main risks were firstly, that the implementation of the Browne review recommendations might be delayed which could be of concern to some HEIs, particularly should spending cuts go ahead, and secondly that any agreement for higher fees or alternative mechanisms for increased income may not be delivered for political reasons. It was therefore clear that the outcomes of the Spending Review would not necessarily provide any degree of certainty, due to its links with the Browne review, and that this uncertainty would be likely to continue until 2011, particularly given that the Government was planning to publish a White Paper on higher education in the spring.

The Board discussed the area of private providers in the HE market, which was likely to be one of the issues included in the White Paper. It was reported that there were a number of private providers on the market, particularly in professional areas such as business, law and healthcare. The Pro Vice-Chancellor, External Affairs noted that there were two main areas of private provision. The first option was private institutions with degree awarding powers, and the second, and more likely option was private providers working with institutions with degree

awarding powers. To date private provision had been based in areas with low cost infrastructures such as business and law, but there was expansion into other areas including psychology and media. Disciplines with high level infrastructure such as science were less attractive.

The Board discussed the level of scenario planning carried out pending the outcome of the two Reviews. It was believed that the University had made a suitably proportionate response on the basis of a strong financial position. With regard to staff morale, it was believed that, whilst the future lack of certainty had been recognised, it was possible that staff were not fully aware of the potential impact of funding cuts. The position of the student body was believed to be similar in terms of morale, with focus on the issues around teaching quality and the student experience.

86.2 HEFCE Developments

The Vice-Chancellor reported on the three significant issues with regard to the funding council.

- The overall funding allocation for 2010-2011 for the University had been increased due to the income for additional students under the University Modernisation Fund, although it should be noted that the additional funding was for the first year only.

- There were two main changes relating to funding - the introduction of a cap on student numbers and the relaxing of contract range rules. It was possible that the entire funding methodology might need to be radically reviewed in order to meet the requirements of the current financial climate, particularly if graduate contributions were introduced.

- It was reported that HEFCE had revised its Financial Memorandum, to include more detailed funding agreements for each institution, and statements relating to the roles and responsibilities of the governing body and the accountable officer (i.e. Vice-Chancellor or Principal) and circumstances where an institution could be classified as being at risk.

86.3 Immigration and international students

It was reported that the Government had set a new limit on non-EU immigration of 100,000 people per annum, which could have a significant impact on the recruitment of international students in future. It was noted that this issue applied to staff as well as students, although was not expected to have a large overall impact on the University.

86.4 Applications, Admissions and Clearing

It was reported that the University was on target to reach the required intake of 5,841, with a marginal overshoot, depending on final

enrolment figures. The considerable effort of achieving the correct target as part of a complex process was noted. It was reported that an error had occurred relating to incorrect offers in some subjects, but that this would not affect overall student numbers. It was noted that shortfall difficulties in accommodation were no worse than in previous years.

86.5 National Student Survey

It was reported that there had been a small improvement in the NSS outcome in overall satisfaction, from 79% last year to 80%. One area of decline was IT support, which was being investigated.

86.6 Pay and possible industrial action

This year's pay negotiations had not yet been resolved; however, a pay increase of 0.4% had been paid on account. It was reported that UCU had decided against a ballot on industrial action and was continuing negotiations with UCEA.

86.7 Personnel changes

(i) SEC Dean

It was reported that Professor Edith Sim, the Dean of the new Faculty of Science, Engineering and Computing, would be starting her appointment in January 2011. The appointment of a Faculty Administrative Manager would be finalised later in the month.

(ii) Finance Director

The Finance Director was retiring in February 2011. The recruitment process for this post was underway.

(iii) HR Director

A new HR Director had been appointed and would be taking up the post in January 2011.

86.8 Kingston Theatre

The Vice-Chancellor reported on the ongoing financial concerns with the Rose Theatre in Kingston, and discussions around the University's involvement. It was important that any support to the Theatre was given with the view of providing clear educational benefits to the University. One suggestion was sponsorship of a specific production up to a maximum of £75,000. The Board endorsed its support of sponsorship, in line with the University's charitable objectives of providing education to benefit the wider community. It was noted that consideration would need to be given to the long-term viability of the Theatre in the context of the University's continuing involvement. The Pro Vice-Chancellor External Affairs noted that most of the University's

graduation ceremonies had been transferred to the Rose Theatre, which had significantly benefited the local economy.

It was resolved

That the Board endorse the proposed sponsorship of a specific production at the Rose Theatre up to a maximum of £75,000

87.0 Review of Progress
(Paper BG 118/10)

87.1 The Head of Planning presented the Review of Progress noting that this was a detailed document which reported on a range of activities across the University. The Board considered the summary of progress against the listed Key Performance Indicators (KPIs):

(1) Student Numbers: It was reported that there had been strong recruitment in all areas and targets had been exceeded. Further reduction in recruitment through Clearing was expected this year. It was noted that 500 students had been enrolled on a fee-only basis last year.

(2) Widening Participation: The figures for the first two items in this category were higher than the benchmark and showed continuing improvement. However, the figures for the Low Participation Neighbourhoods benchmark were below target and this was being addressed by targeting schools in specific areas.

(3) Progression to Degree Award: It was noted that this was a complex benchmark and that there had been some movement in figures in the past few years. The Retention Group was carrying out a detailed review of student progression and relevant issues across all faculties.

(4) Employment: It was reported that this was the first time that the figures were below the benchmark, which was in line with industry in general and partly due to higher unemployment. This issue had been discussed by the Executive Board and was being addressed in detail by the Graduate Outcomes Committee. Access to the new Data Warehouse would enable a comprehensive analysis of this area.

(5) National Student Survey: As mentioned in the Vice-Chancellor's report to today's meeting, there had been an improvement in this area, but the University was still below benchmark in its comparator group.

(6) Research Grant and Contract Income: It was noted that, whilst this area had improved, overall the University was under-performing and had now reverted to its position of two years ago. Specific targets of 10% growth had been set across the faculties.

(7) Staff:Student ratio: The specific indicators to be used were under consideration and would be agreed by the Employment & Diversity Committee.

(8) Historic cost surplus & (9) Cash generated from operations: It was noted that the financial indicators were showing strong figures.

(9) Estates Investment: This was a new indicator relating to the University's resources, showing capital and maintenance expenditure for non-residential estate as a percentage of insurance replacement value.

87.2 The Board discussed the link between the Key Performance Indicators and the setting of future targets and objectives. It was noted that the Review of Progress and the KPIs were used for benchmarking purposes and monitoring the University's performance against its comparator group rather than setting performance and efficiency targets, which were covered in the University's Operational Plan and which would be presented to the Board at its next meeting in November. It was agreed that it would be useful to show the connection between the Review of Progress and the Operational Plan in future reporting.

87.3 The Board discussed the issue of employability and requested further detail including possible options to develop this area and improve outcomes. It was noted that this was a complex area covering a wide range of activity across the University. At present the collection of data was outsourced, but it was suggested that this could be brought inhouse in order to give greater control. It was agreed that a presentation on this subject would be made to the Board later in the academic year.

87.4 The importance of using KPIs in terms of planning future strategy was noted, particularly in the context of possible graduate contributions driving employability in the future and the subsequent need to review the University's course portfolio.

Actions: *Link between KPIs and the Operational Plan to be reported to Board at its next meeting in November [Head of Planning]*

Presentation on Employability to Board later in the academic year [Deputy Vice-Chancellor]

88.0 CDP Progress Report
(Paper BG 119/10)

88.1 The Pro Vice-Chancellor (Corporate Affairs) & University Secretary reported on progress with the Campus Development Plan since the last meeting in July. He noted that progress was good at all campuses,

with particular reference to the successful corridor widening project in the main building at Penrhyn Road.

88.2 The drainage installation at Kingston Hill had required some modification, which had caused minor delay. However, this would not impact on the progress of work.

88.3 Approval of planning conditions at Kingston Hill had not yet been finalised. It was noted that this was a minor technical matter relating to landscaping and was considered to be of low risk.

89.0 Selection Committee Report
(Paper BG 120/10)

89.1 The Pro Vice-Chancellor (Corporate Affairs) & University Secretary gave an update report on the recruitment process for a new Vice-Chancellor. A further progress report would be made to the Board at its November meeting.

Action: Further update report from the Selection Committee to the Board meeting in November [Pro Vice-Chancellor, Corporate Affairs & University Secretary]

90.0 Nominations Committee Report
(Paper BG 121/10)

90.1 The Pro Vice-Chancellor (Corporate Affairs) & University Secretary reported on the meeting of the Nominations Committee held on 13th September 2010. The Committee had considered the appointments of various positions, namely Vice-Chair and Committee Chairs, new Board members and Committee members to fill existing and forthcoming vacancies.

90.2 The Board approved the appointment of Lesley Granger as Vice-Chair (designate) with immediate effect, Robert Green as Chair of the Audit Committee with effect from 21 November 2010 and Frank Kennedy as Chair of the Finance Committee with effect from 21 November 2010.

90.3 It was reported that eight candidates had been interviewed to fill the forthcoming vacancies on the Board. The Nominations Committee recommended the appointment of John Ripley as an independent member and Bruce Fraser as a co-opted member from 21 November 2010 and Neil MacIntosh as a co-opted member from 26 January 2011. The CVs of the three recommended candidates were attached to the report for information. The Board approved the recommendations of the Nominations Committee.

90.4 The Board discussed the difference between independent and co-opted members of the Board. It was noted that although the co-opted grouping was normally used for internal members and representatives from local and regional authorities, in practice, there was no difference

between the two categories and no specific criteria required for either, and that the wording derived from the terminology used in legislation at the time the University was formed.

90.5 The areas of skills and expertise considered in the recruitment process included finance, HR and estates as well as a background in governance and education. It was noted that the Board was not well represented in terms of gender and ethnicity and that it would be useful to adopt a more pro-active approach in order to expand the pool of applicants.

90.6 The Board approved the appointment of Committee members to current and forthcoming Committee vacancies as detailed in the report.

It was resolved that

The Board approve the recommendations for Board and Committee membership as follows:

Lesley Granger as Vice-Chair (designate) from 22 September 2010

Robert Green as Chair of the Audit Committee from 21 November 2010

Frank Kennedy as Chair of the Finance Committee from 21 November 2010

John Ripley as an independent member from 21 November 2010

Bruce Fraser as a co-opted member from 21 November 2010

Neil MacIntosh as a co-opted member from 26 January 2011

John Ripley & Bruce Fraser to join Audit Committee from 21 November 2010

Neil Macintosh to join the Employment & Diversity Committee from 26 January 2011

David Taylor and Ann Allen to join the Finance Committee from 21 November 2010

David Reardon to join the Nominations Committee from 21 November 2010

Neil Macintosh to join the Nominations Committee from 26 January 2011

Ann Allen to join the Remuneration Committee from 21 November 2010

Chris Brooks to join the KUSCo Board with immediate effect

91.0 Appointment of University Directors of KU subsidiary companies
(Paper BG 122/10)

91.1 It was reported that, following the Finance Director's impending retirement from the University and as director of the University's subsidiary companies KUSCo (Kingston University Service Company), KUEL (Kingston University Enterprises Limited) and KUP (Kingston University Press), it was necessary to ensure that this role continued to be maintained. It was proposed that Neil Latham be appointed as the University director of KUSCo and KUP and that Penny Sparke be appointed as the University director of KUEL. The Board approved these appointments.

91.2 It was noted that the University's subsidiary company, KUCEL (Kingston University Campus Enterprises Limited) should be formally included under KUSCo.

It was resolved that

Neil Latham be appointed as University Director of KUSCo and KUCEL

Neil Latham be appointed as University Director of KUP

Penny Sparke be appointed as University Director of KUEL

92.0 Approval of Deed of Assignment of Contract with London 2012
(Paper BG 123/10)

92.1 The Finance Director reported that the Deed of Assignment related to a contract between London 2012 and KUCEL, a wholly owned subsidiary of the University, for the provision of accommodation during the 2012 Olympics. The Board approved the Deed of Assignment, in principle.

It was resolved that

The Board approve the Deed of Assignment of Contract between London 2012 and KUCEL

93.0 Approval of contract for lift maintenance and refurbishment
(Paper 124/10)

93.1 The Finance Director noted that the contract cost exceeded the threshold for internal authorisation and therefore required Board approval in accordance with the financial regulations.

It was resolved that

The Board approve the contract for lift maintenance and refurbishment

94.0 Smart Communities Project research award
(Paper 125/10)

94.1 The Smart Communities Project was a research initiative relating to low carbon practices. The level of the research grant exceeded the limit for internal authorisation and therefore required Board approval in accordance with the financial regulations.

It was resolved that

The Board authorise Chair's action to sign the RS2 form for the Smart Communities Project research award

95.0 Board of Governors Annual Plan for 2010/11
(Paper BG 126/10)

95.1 The Annual Plan was produced annually to provide information on agenda planning for the Board and its standing committees over the coming year.

95.2 As discussed earlier in the meeting, a report and/or a presentation on Employability would be added to the Annual Plan and included on the Board agenda later in the academic year.

95.3 The Board suggested that it would be useful to include reports on expanded topics on a periodic basis, in order to enrich Board members' knowledge. It was agreed that Board members would make suggestions to the Pro Vice-Chancellor (Corporate Affairs) & University Secretary for possible topics to be considered.

Action: Suggestions from Board members to Pro Vice-Chancellor (Corporate Affairs) & University Secretary for topics to be considered at future meetings [Secretariat]

96.0* Health and Safety Update Report
(Paper BG 127/10)

96.1 The Board noted the Health and Safety Update Report

97.0 Any Other Business

97.1 The Board discussed whether the 2012 Olympics presented any promotional opportunities for the University. It was noted that, other than the provision of accommodation, there had been no wider involvement. Consideration had been given to the provision of sport support, but this suggestion was curtailed by the small size of the University's sports department and the lack of suitable sports facilities.

97.2 The Board noted that the University was involved in discussions with the Royal Borough of Kingston and Kingston College over the proposed development of a new secondary school in Kingston. The University was also involved in development plans for an existing school in Hounslow.

97.3 It was noted that David Taylor, Chair of the Audit Committee had been appointed as Chair of the Board Effectiveness Review Group.

97.4 There was no other business.

98.0 Date of next meeting

The next meeting of the Board of Governors was on Wednesday 24 November 2010 in the Town House, Penrhyn Road.

All internal Board members and attendees left the meeting for the next item.

99.0 Report following the Remuneration Committee meeting on 14 July 2010
(Paper BG 128/10 & Remuneration Committee meeting minutes)
(*Confidential – external Board Members only*)

It was agreed that this Minute be confidential.
(See Confidential Minutes attached)

There being no further business, the meeting ended at 10.15am.

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