

Key abbreviations/acronyms used in these Minutes:

SMT	Strategic Management Team
EU	European Union
HR	Human Resource
SSR	Staff/Student Ratio
HEFCE	Higher Education Funding Council for England
NSS	National Student Survey
HR	Human Resources
OFFA	Office for Fair Access

Papers: You can request a copy of the reports to which reference is made below from the Manager, Secretariat: Tel: 0151 231 3116 or email: secretariat@ljmu.ac.uk [please note some information is marked as *Restricted Business which will not be available to the public*].

PRESENT: Mr R Hill (Chairman)
 Ms D Shackleton (Deputy Chairman)
 Ms N Benson
 Mrs K Byrne
 Mr D Cole
 Mrs D Fantin
 Mr P Holme
 Mr A Holroyd
 Mr P Hyland
 Ms S Maclennan
 Mr B McCann
 Mr C Reid
 Mr J Stopforth (Left the meeting after Item 10 'Spatial Master Plan Update')
 Professor N Weatherill

IN ATTENDANCE: Mr M Askem (Associate Director, Estate Management) (Item 10 only)
 Ms J Bertolini (Finance Director & Deputy Chief Executive)
 Mr C Davies (Director, Estate Management) (Item 10 only)
 Ms S Davys (Incoming Student President – Observer)
 Mr P Evans (Strategy Management Director)
 Dr E Harcourt (Pro-Vice-Chancellor (External Engagement))
 Professor R Leatherbarrow (Pro-Vice-Chancellor (Scholarship, Research & Knowledge Transfer))
 Mr M Power (Registrar & Deputy Chief Executive)
 Mr R Schooler (Head of Financial Planning & Modelling) (Items 9 & 10 only)

Ms D Tipping (Meeting Secretary)
Professor P Vickerman (Director, Academic Delivery, Faculty of Education, Health & Community)
Professor R Webster (Dean, Faculty of Arts, Professional and Social Studies)
Professor P Wheeler (Dean, Faculty of Science)
Ms A M Wild (University Secretary & Deputy Chief Executive)

LJMU 14.01 **WELCOME**

On behalf of the Board, the Chairman welcomed Ms S Maclennan, Senior Lecturer, Liverpool Screen School, to her first meeting as Staff Governor (Teaching).

The Chairman also welcomed Ms S Davys, the incoming President of the Students' Union, who was attending the meeting as an observer before joining as Student Governor on 7th July 2014.

LJMU 14.02 **APOLOGIES**

Apologies for absence were received from Sir B Massie, Mr G Morris, Ms J Murphy, and Professor P Byers.

Preliminary Formal Business

LJMU 14.03 **DECLARATION OF INTERESTS**

Any member of the Board who had (or who knew of a family member who had) a material, personal, financial or other beneficial interest in any item on the Agenda was requested to declare that interest at the beginning of the meeting, or to the Chairman prior to the meeting, in order that such declaration could be recorded in these Minutes.

Mr J Stopforth advised the Board that in relation to Item 10, The Spatial Master Plan, his Company had a client from the construction industry who would be looking to build new student accommodation.

Secretary's Note: There is no conflict of interest as student accommodation was not discussed within this item.

LJMU 14.04 **MINUTES OF THE MEETING HELD ON 18TH NOVEMBER 2013**
(LJMU 14/01)

- The Vice-Chancellor & Chief Executive advised the Board that on page 5 of the Minutes, in relation to the Action Point on the review of the World of Work scheme; that this work was ongoing and would be reported back to SMT at the beginning of April and onward to the Board at its meeting to be held on 7th July 2014.

Action: Vice-Chancellor & Chief Executive

- On page 6 of the Minutes, in relation to the risk regarding the funding of the Liverpool Telescope operations, the Vice-Chancellor & Chief Executive reported that the picture was more positive and that it looked hopeful that the Science & Technology Facilities Council (STFC) would continue to support the Telescope and that the University and the STFC were currently discussing the detail.
- Action Point LJMU 13.77(b): The Strategy Management Director reported that in relation to comparators and targets regarding tutorial contact hours by Faculty and cancellation of lectures, etc. that this would be reported with the next 'Annual Strategic Performance Report' and that the work is ongoing. There has been slightly different practice across the Faculties and the University is trying to standardise practice to ensure consistency of approach and reporting.

Approved and Noted ongoing actions.

LJMU 14.05

MATTERS ARISING FROM THE MINUTES

- (i) Action Points: LJMU 13.12; LJMU 13.27; LJMU 13.31

The Chairman updated the Board on the membership of the Copperas Hill Steering Group, which would include the Chairman, Ms N Benson (Governor), Mr J Stopforth (Governor), and Mr B Addy, Chief Executive of the Liverpool BID (Business Improvement Districts) enterprise. The Steering Group would have a closer involvement with the Copperas Hill Project and would then be in a good position to report back and to update the full Board and to provide confidence and assurance that progress was being made in accordance with the approved timetable and overall plan.

Noted.

- (ii) Action Point LJMU 13.79

Received: an oral update on the International Strategy Review from the Pro-Vice-Chancellor (External Engagement).

Reported:

- Significant progress had been made in the last three to four months in implementing the recommendations of the International Strategy Review, and in particular the improved business model for overseas student recruitment.
- The Pro-Vice-Chancellor (External Engagement) had received positive feedback from agents on the ground regarding the University's improved product offer, and was pleased to see that this was already having an impact.

- The University had re-launched its partnership with Study Group, the commercial education provider which provides services through the International Study Centre at LJMU. The University's relationship with Study Group had much improved and the University was now seen as one of the Study Group's highest educational prospects.
- Ms Jane Wang has been appointed as the new Assistant Director, International Recruitment.
- As of 7th March 2014 the University has been working to a 48 hour turn round of international student recruitment applications as a consequence of centralising the application process.
- A new scholarship package has been introduced providing a more attractive package of options to international students and which has been viewed positively by the University's agents and at exhibitions.
- The University now has academic staff involved in recruitment overseas, assisting professional staff and enhancing student engagement during the recruitment process overseas.

Commented:

- Governors felt it important to assure the Board that the University would not look to recruit in terms of quantity to the detriment of the quality of students who are recruited and in particular not recruiting students whose standard of English is such that they would struggle to learn at LJMU. The Pro-Vice-Chancellor (External Engagement) assured the Board that the University would not compromise quality but would need to be conscious of what the University's peer institutions have been doing in this area, and that previously the University has set entry requirements very high, and thus not attracting the number of applications compared to the University's competitors. He assured Governors that the quality threshold would not be compromised and that this will be evidenced by the number of international students receiving their degree classifications.
- Governors requested that the University add appropriate Key Performance Outcome measures to evidence that the quality of international students admitted was being maintained.

Action: Strategy Management Director/Pro-Vice-Chancellor (External Engagement).

- The Vice-Chancellor & Chief Executive advised the Board that in addition to recruitment the International Strategy is also about partnerships and how partnerships can open up opportunities for students and staff across the University, and gave an example of the University's partnership with Mahidol University.

- The Chairman welcomed the oral update and advised that it would be helpful for Governors to have regular updates on progress in relation to the International Strategy.
- The Pro-Vice-Chancellor (Scholarship, Research & Knowledge Transfer) informed the Board that the British Council's awards for travel and exchange scholarships in Thailand had seen the University win three awards out of the seventeen awarded.
- The Pro-Vice-Chancellor (External Engagement) informed the Board that the University was given an extraordinary platform at the British Council in Delhi recently, with an audience of approximately 300 delegates and a panel of three global commercial company HR directors plus LJMU's Director of World of Work, which provided the University with a great opportunity to present the University to an audience that included HR Directors mainly in India and most of the recruitment agents from across the capital city.

Noted

(iii) Action Point LJMU 13.77(a): Analysis of staff costs in relation to income. (LJMU 14/02).

Received: The report from the Finance Director & Deputy Chief Executive.

Reported: The report presented an analysis of LJMU staff costs as a percentage of income, compared to peer institutions and to sector data, which explained LJMU's position in the sector.

- It is not possible to obtain published information which demonstrates the proportion of staff costs attributable to academic, as opposed to other, staff costs. However, LJMU pay scales for given grades are in line with the sector. Therefore, if LJMU staff cost base is too high to be sustainable in the medium term, and the Institution has the stated objective of improving SSRs, then the cost base can only be reduced by a number of ways, which include:
 - Reducing staff costs by ensuring pay grades and associated salaries are appropriate and in line with the market.
 - Reducing non-academic staff numbers in faculties and service divisions.
 - Revisiting overall terms and conditions for pay and benefits.

Alternatively, the measure could be improved by increasing income without significant increases in the underlying cost base.

Commented:

- Governors noted that it was not possible to benchmark the proportion of staff costs attributable to academic and other staff across the sector, but would find it useful to have this information in regard to LJMU, and to assess trends going forward. The Finance Director & Deputy Chief Executive informed Governors that this information was provided in the previous paper to the Board and that the information could be re-presented to the Board at its July meeting.

Action: Finance Director & Deputy Chief Executive

- The Chairman advised that the important issue was not to match with the University's peer institutions, as policies differ across the sector, but to ensure that LJMU is confident that it is providing the best use of resources and providing value for money. The Finance Director & Deputy Chief Executive advised that the University needs to consider these issues in line with the 'Five Year Plan' and how the University improves the shape of the profile of the University's surplus and deficit and how to ensure the University generates enough cash to invest in the future of the University.
- Governors recognised that the University is a unique Institution and that it cannot afford to be inefficient relative to the rest of the sector and agreed that the issues outlined in the Finance Director's paper needed to be tackled.
- The Finance Director & Deputy Chief Executive also pointed out that the other side of the equation was to increase the University's income and that this also needed to be fully considered.

Noted.

LJMU 14.06 **HEALTH AND SAFETY MATTERS (standard item)**

No current issues raised.

Noted.

LJMU 14.07 **RISK (standard item)**

No current issues raised.

Noted.

LJMU 14.08 **BOARD LEVEL AUTHORISATION**

Received: The report on the use of the University Seal and Board Level Authorisation (LJMU 14/03).

Noted.

Matters for discussion

LJMU 14.09 **FIVE YEAR FINANCIAL PLAN** (LJMU 14/04)

Received: The report of the Finance Director & Deputy Chief Executive.

Reported: The report presented the current LJMU Five Year Financial Plan, which had been prepared based on agreed LJMU targets and has also been used as the basis for Estates Master Planning. This was the first time such an approach had been adopted by the Institution and noted that it is not anticipated that events will necessarily transpire to be in accordance with this plan, rather that this plan is to be used as the basis from which to plan further actions to ensure the future sustainability of the University and to enable strategic investments in the future of the Institution to be made.

- The report demonstrated that there will be deterioration in surplus generation in 2016/17 and deficit results thereafter. To ensure the University can invest in the future, the Five Year Plan will need to be improved in a significant way going forward in order to generate more cash and make the University's master planning achievable.

Commented:

- The Finance Director & Deputy Chief Executive informed the Board, that having worked through the future shape of the University with the SMT, that targets should be set this year to improve the shape of the Five Year Plan and which should run through the next four or five years. The headlines for being able to achieve the improvement would be around savings in the expenditure base by £2m and to increase the University's net income by £2m, thus adding £4-5m to the bottom line next year.
- Governors recognised that significant savings had been made over the last few years and wanted to understand what further sacrifices would need to be made to achieve the savings outlined in the bullet point above, given that the University still needs to invest in its master planning and achieve its SSRs. The Finance Director & Deputy Chief Executive advised the Board that the University can further streamline services and make further

savings, for example, a review of Facilities Management which is currently underway should deliver a reasonable amount of savings. The University is also looking at its overtime pay bill and is re-tendering for its print services which should also provide savings. The Finance Director is therefore confident that savings can be made in the next year and that the University could also increase its income further.

- The Vice-Chancellor & Chief Executive put into some further context the reasoning behind the five year plan, rather than the regulatory three year plan requested by HEFCE. He advocated that three years was too short when set in the context of, for example, planning a new undergraduate programme in which the business case would clearly fall outside a three year window. PhD Programmes are typically four years and the University's Master Plan & the Estates Strategy both fall outside the three year window. Whilst the Vice-Chancellor recognises that a five year plan is not an exact science it does provide the University with some impressions about trends. The report provided does not include aspirational targets in terms of student income and collaborative income which could improve the University's position. The costing does, however, include the costs around the current recruitment of additional academic and professional staff. The signal from the report is that the University does not have to panic; everything is under control but that the University needs to be aware that it needs to tackle certain issues and cannot remain static in order to achieve its strategic plan.
- The Vice-Chancellor & Chief Executive also advised Governors that the University would be looking at its I.T. Strategy and how it can become more efficient and cost-effective. The Five Year Plan may be considered as a 'touch-stone', adjusted on a regular basis as the University moves forward.
- The Chairman welcomed the report and expressed the importance of taking every opportunity to investigate the University's variable costs and to ensure the University achieves the best value for money.

Noted.

LJMU 14.10 **SPATIAL MASTERPLAN** (LJMU 14/05)

Received: The report of the Finance Director & Deputy Chief Executive.

Reported: The report presented the findings and recommendations of the Project Board for the LJMU Master Plan for the next five to ten years. The report set out a proposed indicative phasing and expenditure profile against the desired objective and highlighted the key risks and benefits associated with the proposed option.

- The Project Board recommended the approval of the Spatial Master Plan as the mechanism for delivering the key aims of the Estate Strategy 2013-2023, which are:
 - Develop a Connected University Village at the gateway to the Knowledge Quarter.
 - Provide facilities that will be a major contributor to improving the student experience of LJMU.
 - Consolidate academic delivery and support within Liverpool City Centre.
 - Develop new post graduate and international facilities.
 - Develop facilities to support Health, Wellbeing, Fitness and Sport.

- The Project Board will develop a full feasibility report and business case to assess what is the best mix of facilities, establish a realistic budget that reflects these facilities, and identify the most effective way of delivering the facilities to suit the LJMU financial budgets.

- The Project Board is to deliver the feasibility report/business case for the Board of Governors meeting on 29th September 2014 and within a budget capped at £275k. These costs are for consultant fees and investigative surveys as required.

Action: Finance Director & Deputy Chief Executive

- It is proposed that the remainder of the project would be delivered within a clear Gateway approval structure outlined within the report.

Commented:

- The Vice-Chancellor & Chief Executive outlined the importance that Governors understand the Master Plan and what has been achieved over the last few months. This is a long-term plan and contains some twenty or so projects which will realise the Master Plan in providing a 'Connected University Village'. Although a lot of the discussion will be around the Copperas Hill site, the University will not lose sight of the longer term vision.

- The Chairman advised the Board that Governors was being asked to approve the first Gateway which is in regard to the feasibility report outlined above, within a capped budget of £275k. Although Section 6 of the report outlined a number of options, the Chairman reminded Governors that the Board had agreed to develop the Copperas Hill site subject to satisfactory reports on the business case and the practicalities of completing this project.

- Governors re-iterated the importance of not losing sight of the overall Estates Strategy and not to be so excited about the opportunities available through the Copperas Hill site that it takes

up all the University's resources to the detriment of other improvements outlined in the Strategic Plan. Governors will want to be assured at the September meeting that the University can afford the improvements required to the Byrom Street site before building the Copperas Hill site.

- The Vice-Chancellor & Chief Executive reminded Governors of the discussions that took place at the Strategic Event over 12 months ago, whereby he had assured the Board that if he believed the University would have to put every penny into the Copperas Hill site and make cuts in order to support the project, then he would not support the project, and that this had been made very clear.
- Governors were concerned that the completion of the Copperas Hill site coincided with the University entering into a deficit financial position and that Governors would need to have further information at the September meeting about how the Five Year Plan will align with those expectations, and which will include any costings for the I.T. Strategy. The Finance Director & Deputy Chief Executive agreed that the University would need to tackle the shape of the University and prepare some very detailed work on what the University wants to do. Some indicative figures have been put into the planning for technology spend but this may well not be sufficient. The Finance Director would not want to be in a position that more borrowing is needed and advised that the University would need to be in a financially sustainable position before deciding what investment needs to be made and that this would need to be carefully managed.

Action Finance Director & Deputy Chief Executive

Secretary's Note: Mr Jack Stopforth left the meeting at this point for another important business commitment.

- The Vice-Chancellor & Chief Executive concluded the discussion by advising that good progress was being made in negotiations with Liverpool City Council.

Approved

LJMU 14.11 **FINANCE MID-YEAR REVIEW OF PERFORMANCE** (LJMU 14/06)

Received: The report of the Finance Director & Deputy Chief Executive.

Reported:

- The University faces a challenging financial planning year as it aims to maintain the savings from the 2013/14 year whilst strategically investing and planning for the 2014/15 year and

beyond. There remains the potential for further reductions in HEFCE grant in March 2015.

- The half-year re-forecast anticipates an improved position over both the budget set for 2013/14 and the monitoring report presented at the end of October 2013. The University will need to manage expenditure to ensure that this forecast is delivered.
- The forecast position for the year is a historic cost surplus of £8.0m (including FRS 17 pensions costs), which is a £11.0m operational surplus after excluding the £3m charge for FRS 17.
- It is anticipated that the year-end cash position for 2013/14 will improve by approximately £6.1m from £32.8m to £38.9m. There was an improved 2013/14 opening cash balance of £6.7m compared to budget and alongside the improved tuition fee income, additional expenditure and potential capital development spend in year the end cash position remains extremely strong. The above forecasted result now provides a forecast net cash inflow of £15.9m (budget £12.2m) before capital expenditure.

Comments:

- That the Finance Mid-Year Review of Performance had been discussed in detail at the Finance Committee Meeting held on 17th March 2014.

Noted.

LJMU 14.12 **VICE-CHANCELLOR & CHIEF EXECUTIVE'S REPORT** (LJMU 14/07).

Received: the report of the Vice-Chancellor & Chief Executive supported by an advanced briefing note.

Reported: Further to the briefing note the Vice-Chancellor & Chief Executive also reported:

- The University had now received the grant letter from HEFCE which takes into account the third year of the new funding regime, resulting in less funds received from the Funding Council and more directly from the students. The research grant remains approximately the same as in previous years, as does the funding received in relation to Knowledge Transfer which remains at £2m.
- The outcome of the REF will be reported in December 2014 whereby the University will look at the financial implications and how this will impact on the University in 2015/16.

Noted.

LJMU 14.13 **LIVERPOOLSU REPORT: STUDENT ISSUES** (LJMU 14/08)

Received: the report and presentation of the Student Governors.

Commented:

- Governors noted the 'Faculty Student Voice Reports' and that most of the issues related to the physical environment of the estate outlining further the importance of the University's Master Plan in relation to the student experience. It is important to ensure that student facilities are brought up to standard.
- The Chairman expressed his concern about the teaching rooms not being fit for purpose, as highlighted in the report, or did not cater for the number of students attending and that these concerns needed to be addressed. The Chairman thanked the Student Governors for their report which provided the University with a better understanding around the thinking of students and their concerns which needed to be addressed.
- The President of the Students' Union assured Governors that they were very much in dialogue with the University and that many of the issues raised were being dealt with effectively and quickly.
- Governors were also assured that the opinions of students had been sought during the consultation period for the Master Plan and that those views had been fed into the process by the Student Governors.

Noted.

LJMU 14.14 **NATIONAL STUDENT SURVEY: UPDATE** (LJMU 14/09)

Received: the report of the Pro-Vice-Chancellor (Education).

Reported: the paper provides an update to the Board on the management of the National Student Survey 2014 and the progress to date in terms of student response rates.

- The processes underpinning the management of NSS 2014 have been comprehensively reviewed in collaboration with Professional Services and key academic stakeholders such as Associate Deans Education. Key components of the strategy for NSS 2014 relate to:
 - Articulation of Faculty NSS Action Plans, addressing the main areas in the survey;
 - Changes to the approach used to incentivise student completion of the survey, largely to promote early completion of the survey and to increase response (i.e. completion) rates;

- Changes to the manner in which response rates are measured and reported, which places greater emphasis on Programme and School-level reporting (which can be built up to Faculty level reporting); and
- The appointment of School level NSS Champions.

Commented:

- The Staff Governor (Teaching) informed Governors that the local school champions initiative was working very well as were the raffle prizes which had incentivised students to respond early on.

Noted.

LJMU 14.15 **FOLLOW UP TO THE GOVERNORS' AWAY DAY**

(a) Knowledge Transfer and Commercial Engagement

Received: the report of the Pro-Vice-Chancellor (Scholarship, Research & Knowledge Transfer) (LJMU 14/10)

(b) Postgraduate Taught Programme Development Update

Received: the report of the Pro-Vice-Chancellor (Education) (LJMU 14/11)

Commented:

- Governors noted the update reports from the Pro-Vice-Chancellor (Scholarship, Research & Knowledge Transfer) and the Pro-Vice-Chancellor (Education), and the positive actions that had been taken in each portfolio.
- Governors re-iterated the importance that quality should not be diminished in respect of increasing the number of students. The Vice-Chancellor & Chief Executive assured Governors that quality runs through everything the University does, including undergraduate intake, and that this would not be compromised.

Matters for approval or information

LJMU 14.16 **CHAIRMEN'S REPORTS**

Secretary's Note: Some reports, due to the quick turn round of meetings, and so that the Board has access to the most recent information, were still in draft form and open for amendments by individual committee members. The minutes were provided for

information only and would be approved by the individual Committee members at their next meeting.

Received: the oral reports and highlights from the Chairmen/Deputy Chairmen of Committees.

Reported: Audit Committee (LJMU 14/12)

- The Deputy Chairman of Audit Committee advised the Board that there had been a light agenda which concerned Audit Committee Members that the business would be heavily weighted towards the end of the year, and that the matter of balancing the programme of business across the year was being addressed.
- That the University is now in a re-tendering process for the appointment of Internal Auditors due to the current contract shortly due to expire.

Noted

Reported: Employment Committee (LJMU 14/13)

- The Chairman of Employment Committee advised the Board that at the Governors' Strategic Event in January 2014 Members will recall that one of the items on the agenda was to discuss 'Recognition & Rewards' and how we position this within the broader HR Strategy for the University.
- The Employment Committee further discussed and debated around 'Recognition & Rewards' and decided that the University needs to ensure it has a vision, looking three to five years' ahead as to where the University wants to be in terms of 'Recognition & Rewards'; its HR Strategy; and HR policies to support the vision. The Employment Committee has asked the Executive to consider further and bring back to the next Employment Committee a paper whereby the Committee can look at the longer-term vision and therefore consider the steps that need to be taken over the next few years, in a sensible and considered way, in order to meet the vision.
- These discussions were followed up at the Remuneration Committee and agreed the way forward as outlined in the bullet point above. In addition the Remuneration Committee and Employment Committee agreed that they need to ensure both committees have a clear set of responsibilities set out within their terms of reference and in particular around any future pay strategy and are clear as to where those responsibilities lie in the future.
- The Committee also received a very helpful presentation upon the outcome of the recent staff survey and were pleased to note that compared to previous responses to staff surveys, the last one being 19%, that the latest survey had achieved a response

rate of 53%, thus giving a clear understanding of how staff feel about the University and enables more drilling down to be carried out in terms of understanding the accuracy at individual school level. Workshops are now taking place across the University to provide and receive feedback in relation to the survey which in turn will inform quite a significant part of the work of the Employment Committee over the next few years.

Commented:

- The Chairman advised the Board that in the past the outcome of the staff survey would be reported directly to the Board and if the Board required further information this could be provided to the next Board. However, the Chairman felt that the feedback provided from Employment Committee was most helpful and informative.

Noted.

Reported: Finance Committee (LJMU 14/14)

- The Deputy Chairman of the Finance Committee advised the Board that the Committee had received a number of papers in relation to: the Half-Year Monitoring Report 2013/14; Property and Capital Development Progress; Review of LJMU Catering and Hospitality Provision;
- The Committee had also received a helpful paper regarding current debt and procedural systems development to improve the University's record for recovering outstanding debts.
- Also received, as requested by the Committee, a paper on the Science Park to understand more clearly the structure of the Liverpool Science Park; its finances; and any guarantees the University has given, so that the understands the risks to the University. The Committee had been assured that interventions by the Vice-Chancellor & Chief Executive and the Finance Director & Deputy Chief Executive over the last few years had made significant improvements and had mitigated the risks for the University.
- The Committee had received a financial update from LiverpoolSU and had requested a five-year plan from the Union in the context of the opportunities that would become available in light of the possible move to Copperas Hill.
- The Committee had approved the temporary change to the Treasury Management Policy (until October 2014) to enable the University Finance Department to continue to manage cash balances effectively and efficiently.

Noted.

Secretary's Note: The Student Union President advised of a small amendment to the minutes of the Finance Committee in that Ms Jane Whalen attended for item 5 only and not item 10 as stipulated in the Minutes. **The Committee Secretary has so amended.**

Reported: Nominations Committee (LJMU 14/15)

- The Chairman advised the Board that the Nominations Committee has been looking at the membership of the Board and that the Board currently has three vacancies. Discussions had taken place regarding the size of the Board and whether there was a need to recruit. The conclusion was that the Board did need to recruit and that the Board needs to consider very carefully the skills mix and the gender mix of the Board, as well as other important characteristics.
- The Chairman informed the Board that two possible nominees for the Board would be approached with a view to joining the Board.
- The Nominations Committee had also looked at ways of how the potential recruitment of future Board members should take place and had agreed that the Chairman will write to some key employers, given the context of the commercial focus of the University in the next few years, inviting recruitment support from them.
- The Chairman reported that it is important for new incoming Governors to be able to call upon the experience of those Governors coming to the end of their term of office, and that this would also be taken into consideration and is one of the reasons the terms of office for both the Finance Committee Chairman and Employment Committee Chairman have been extended.

Noted

Reported: Remuneration Committee (LJMU 14/16)

- The Chairman advised the Board that the Chairman of Employment Committee had highlighted the main thrust of the last Remuneration Committee and that the main item on the agenda had been the 'Recognition & Rewards' item.
- The Committee had discussed the scope of the Remuneration Committee and Employment Committees and that the terms of reference for both Committees may need to be amended to clarify responsibilities.
- Also discussed was whether Remuneration Committee would need a wider scope in terms of senior staff remuneration as at present the Committee only looks at the most senior staff at Strategic Management Team level.

- The Remuneration Committee discussed performance review in the context of having a process that is trusted across the University and also held in a timely fashion so staff know as early as possible what they need to achieve. The Committee has therefore suggested that performance reviews are held closer to the beginning of the academic year.
- The Remuneration Committee had considered examples of the total rewards statements, which it felt were excellent and that it is important that staff are reminded that the University is a great place to work and it is not just about the pay.

Noted.

Received: The following Academic Board Minutes were provided for information: 2 December 2013 (LJMU 14/17); 27 January 2014 (LJMU 14/18); 10th March 2014 (LJMU 14/19).

Noted.

LJMU 14.17

ANNUAL REPORT OF THE SCHOLARSHIPS BOARD

(LJMU 14/20)

Received: the report of the Strategy Management Director.

Reported: Scholarships and Bursaries represent an investment in the Student Experience close to £9m annually, forming part of the OFFA Access Agreement which is approved separately. This report gives assurance to Governors in relation to the distribution of this investment.

- 2013/14 is a transitional year for the Scholarship Board. Arising from the 2011/12 report a review of scholarships and bursaries has been undertaken. The outcomes of this review are being considered by the Pro-Vice-Chancellor (Education) for implementation in the 2015 recruitment cycle.
- The Scholarships Board itself is being repositioned within the Minimal Committee Structure, and will report directly to the SMT. The Pro-Vice-Chancellor (Education) is taking over as Chair. This change will also give the opportunity to review the Terms of Reference and membership and coincides with the completion of the term of office for the external lay member. In reviewing the Terms of Reference, consideration will need to be given to the appropriateness of this role going forward.

Noted.

LJMU 14.18

MEMBERSHIP & GOVERNANCE ISSUES

(i) The Board **noted** for the record that the Chairman, on behalf of the Board, approved and signed the Access Agreement and Interim

Widening Participation Strategic Statement Monitoring Return 2012/13 (LJMU 14/21).

(ii) The Board **approved** the extended term of office for the Chairman of Finance Committee until 1st July 2015.

(iii) The Board **approved** the extended term of office for the Chairman of Employment Committee until 19th March 2016.

(iv) The Board **approved** the schedule of Board and Committee Dates 2014/15 (LJMU 14/22).

(v) The Board **approved** the appointment of Ms Sarah Maclennan, Staff Governor (Teaching) from 8th February 2014 until 7th February 2016.

LJMU 14.19 **ANY OTHER BUSINESS**

- The Chairman gave a short speech and presented a small gift from the Board to the outgoing Student Governors, thanking them for their commitment and constructive contribution to the Board and wishing them well for the future.
- The Chairman advised the Board that this was the first opportunity the Board had to congratulate the University Secretary & Deputy Chief Executive on receiving the OBE in the New Year's Honours List. This was rewarded in recognition of her service to Higher Education and reflected both her work at the University and as Chair of the Association of Heads of University Administration from 2007-2013, plus other work nationally.
- The Chairman further advised the Board that sadly this Board Meeting would be the last meeting for the University Secretary & Deputy Chief Executive, who will be leaving the University at the end of May 2014. The University Secretary & Deputy Chief Executive had been with the University for over 25 years and for the majority of that time had been at senior management level. There will be an opportunity for the Board and others to celebrate the University Secretary's OBE and mark her service with LJMU on a more formal occasion to be arranged before the end of May. The Chairman thanked the University Secretary & Deputy Chief Executive, on behalf of the Board, for her many contributions to the University over the years and particularly for her support to Governors and the overall work of the Board.

LJMU 14.20 **DATE OF NEXT MEETING**

Monday 7th July 2014 at 5.00 pm.

LIVERPOOL JOHN MOORES UNIVERSITY

BOARD OF GOVERNORS

Action Point Control Register – Status of Open Action Points as at 7th July 2014

Minute	Action	By Whom	By When	Status
LJMU 13.74 & LJMU 14.04	<u>Vice-Chancellor & Chief Executives Report:</u> In relation to the University's 'Selected Destination Data', the World of Work scheme is under review and a paper will be brought back to the Board at its next meeting.	Vice-Chancellor & Chief Executive	7 th July 2014	Active
LJMU 13.75	<u>Risk Management – Institutional Risk Register:</u> The Chairman requested those risks which held a significant financial risk could be 'marked' with a red asterisk or in some other way for Governors' assistance.	Strategy Management Director	7th July 2014	Active
LJMU 13.76	<u>NSS/League Tables:</u> The Chairman asked for a further update report in relation to NSS Action Plans.	Registrar & Deputy Chief Executive	31 March 2014	Discharged
LJMU 13.77(a)	<u>Annual Strategic Performance Report 2012/13:</u> The Vice-Chancellor & Chief Executive advised the Board that the University is currently conducting an in-depth analysis into spending on staffing in relation to income. A paper would be brought to the next meeting.	Vice-Chancellor & Chief Executive.	31 March 2014	Discharged
LJMU 13.77(b)	<u>Annual Strategic Performance Report 2012/13:</u> Governors requested further comparators and targets on: tutorial contact hours by Faculty; cancellation of lectures and tutors; and staff absence for both academic and non-academic staff.	Strategy Management Director.	31 March 2014	Discharged
LJMU 13.77(c)	<u>Annual Strategic Performance Report 2012/13:</u> in a small number of cases, in particular under Research and Scholarship and Social and Economic Engagement, data for 2012/13 is not available until December 2013 and will therefore be re-presented to the Board of Governors	Strategy Management Director	29 th September 2014	Active

Minute	Action	By Whom	By When	Status
	during 2013/14.			
LJMU 14.05(ii)	International Strategy Review: Governors requested that the University add appropriate Key Performance Outcome measures to evidence that the quality of international students admitted was being maintained.	Pro-Vice-Chancellor (External Engagement) & the Strategy Management Director	7 th July 2014	New
LJMU 14.05 (iii)	Analysis of staff costs in relation to income: Governors requested information in relation to the split in staff costs attributable to academic staff and other staff within LJMU.	Finance Director & Deputy Chief Executive	7 th July 2014	New
LJMU 14.10	Spatial Masterplan: (i) The Project Board will develop a full feasibility report and business case to the Board at its September meeting. (ii) Governors requested further detail on how the completion of the Copperas Hill site would align with the budget deficit envisaged within the Five Year Plan.	Finance Director & Deputy Chief Executive Finance Director & Deputy Chief Executive	29 th September 2014 29 th September 2014	New New