



## University Executive Board

### Minutes of the meeting of 6 December 2021

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**Attending** Professor Shearer West (Vice-Chancellor), Professor John Atherton (FPVC Medicine and Health Sciences), Dr Paul Greatrix (Registrar), Professor Jeremy Gregory (FPVC Arts), David Hill (CDO), Jaspal Kaur (Director of Human Resources), Professor Sam Kingman (FPVC Engineering), Professor Todd Landman (FPVC Social Sciences), Professor Andrew Long (DVC), Professor Sarah Metcalfe (Interim Provost UNM), Professor Robert Mokaya (PVC GE), Margaret Monckton (CFO) from minute 21.147, Sarah Speight (PVC ESE), Professor Zoe Wilson (FPVC Science)

**Attending** Rowena Hall (Secretary), Professor Maire Ni Fhlathuin (Head of School of English), Dr Rakesh Patel (Vice-Chancellor's Mentee), Dr Juliet Hassard (Vice-Chancellor's Mentee), Professor Richard Emes (Co-Chair, Research Strategy Action Group) for minute 21.143, Pip Peakman (Co-Chair, Research Strategy Action Group) for minute 21.143, Professor Neil Crout (APVC Research and Knowledge Exchange) for minute 21.143, Rachel Brereton (Director of Research and Innovation Operations, R&I) for minute 21.144, Jason Carter (Director of Governance and Assurance) for minute 21.144, David Ouchterlonie (Associate Director Global Engagement, Strategy Support) for minute 21.144, Jenny Vempati (Director of Internal Audit) for minute 21.145, Anne Hunt (Insurance Manager) for minute 21.146, Sally Blackamore (Financial Controller) for minute 21.148

**Apologies** Professor Dame Jessica Corner (PVC RKE), Professor Nick Miles (Provost UNNC)

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#### 21.141 Welcome, Apologies, Quoracy and Declarations of Interest

- .1 The Chair welcomed Professor Maire Ni Fhlathuin, who would become Head of the School of English from 1 August 2022, and the Vice-Chancellor's mentees, Dr Rakesh Patel and Dr Juliet Hassard, to the meeting as observers.
- .2 Apologies were received from the PVC RKE and the Provost, UNNC. The CFO would be available to attend towards the end of the meeting.
- .3 The Secretary confirmed that the meeting was quorate.
- .4 There were no declarations of interest.

#### 21.142 Minutes of the 21 September, 11 October and 9 November 2021 Meetings and Action Log

- .1 The minutes of the meetings held on 21 September, 11 October and 9 November 2021 were confirmed as a true record.
- .2 The Action Tracker was NOTED.

#### 21.143 Research Strategic Delivery Plan 2022-27

- .1 UEB RECEIVED the paper (UEB/21/139) sponsored by the PVC RKE which set out the draft Research Strategy for approval. The paper was presented by the Co-Chairs of the Research Strategy Action Group and the APVC Research and Knowledge Exchange.



- .2 If approved, the next steps would be to continue to develop the action plan which would sit below the Strategy Delivery Plan and to begin drafting associated outline business cases.
- .3 UEB NOTED that the draft strategy had been discussed at the last meeting of Senate. The majority of the discussion focused on aspects that would be included in the action plan.
- .4 The Director of Research and Innovation confirmed that UNM and UNNC had engaged in consultation on the development of the draft strategy. More specific details about both campuses would be included in the action plan and strategies for each campus.
- .5 It was commented that the relationship between education and research was well articulated within the paper, and the changes in language which ensured it was clear that all job families would need to work together on research was welcomed. A suggestion that there should be clearer alignment with the Knowledge Exchange Strategic Delivery Plan would be followed up outside the meeting.
- .6 The Research Strategy was APPROVED.
- .7 The Vice-Chancellor NOTED the significant work undertaken over the last 18 months to develop the Research Strategy and thanked all those who had been involved.

	<b>ACTION</b>	<b>OWNER</b>	<b>DUE</b>
.8	To consider how the Research Strategy might articulate clearer alignment with the Knowledge Exchange SDP.	Co-Chair of the Research Strategy Action Group	December 2021

**21.144 Trusted Research Framework Update**

- .1 UEB RECEIVED and NOTED the paper (UEB/21/141) from the PVC GE.
- .2 UEB were reminded that following receipt of the report of the University’s Internationalisation: Security Related Issues Task and Finish Group and the UUK publication on ‘Managing risks In Internationalisation Security Related Issues’, a task and finish group was established at the University to develop a University Trusted Research Framework. The paper provided an update on ongoing activity.
- .3 UEB NOTED the key deliverables as part of phase one of the Trusted Research Implementation Plan which included the development of a Trusted Research Support Toolkit and implementation of cross campus governance to support international beacons. UEB further NOTED the phase two activities underway which would see a dedicated team established in Research and Innovation to focus on Trusted Research. It was expected that the team would be in place early in the new year.
- .5 UEB were advised that to date no major compliance concerns had been identified in the 70 due diligence reviews already completed. The Registrar reiterated the importance of the FPVCs in ensuring that staff engaged with awareness and training activities and followed the processes set out the Trusted Research Toolkit.
- .6 The Director of Governance reported that the current processes in place to approve the commencement of teaching partnerships with international organisations had been reviewed. UEB NOTED the key actions required to better manage the risks associated with international security threats and subsequent reputational damage that would be experienced by the University should inappropriate partnerships be formed. A University-wide approach to approval process would be developed and presented to UEB in March.
- .7 The FPVC Engineering welcomed the development of the new process and sought confirmation as to the interim process for renewing or entering into new teaching partnerships.



The PVC GE advised that advice should be sought in connection with any new teaching partnerships to ensure the appropriate due diligence was carried out.

- .8 The Director of Research and Innovation Operations confirmed that the teaching partnership approval process would initially apply to arrangements which were contractual in nature only.
- .9 It was suggested that a question should be included on the documentation received by senior staff approving teaching partnerships which would encourage the consideration of the relevant issues.

	<b>ACTION</b>	<b>OWNER</b>	<b>DUE</b>
.10	To consider how documentation might require confirmation that relevant issues to the risks of teaching partnerships had been considered.	Director of Governance and Assurance and PVC GE	February 2022

**21.145 Internal Audit Annual Opinion**

- .1 UEB RECEIVED and NOTED paper (UEB/21/142) from the Director of Internal Audit.
- .2 UEB was advised of the new format of the Internal Audit Opinion which used a four-point scale of assurance. The same scale would be used for individual audit reports.
- 3 Internal audit reports were a snapshot in time and the assurance position in relation to each would change significantly as recommendations were implemented. A report would be prepared for UEB on the status of the implementation of priority actions arising from recent reports.
- .4 UEB considered the conclusions of some internal audit reports including those from the audits of Digital Nottingham, the Access and Participation Plan and Timetabling.

	<b>ACTION</b>	<b>OWNER</b>	<b>DUE</b>
.5	To deliver a report to UEB on the status of the implementation of priority actions arising from internal audits.	Director of Internal Audit	February 2022

**21.146 Insurance Annual Strategy Report**

- .1 UEB RECEIVED and NOTED the paper (UEB/21/143) sponsored by the CFO and presented by the Insurance Manager. The paper was tabled to meet the requirements of the financial regulations to deliver an annual report to UEB on insurance matters.
- .2 An overview of the status of the insurance market was provided which included an assessment of the appetite of insurers to provide insurance to universities.
- .3 UEB NOTED the result of tenders run in 2021 for five of the University’s main insurance policies which included significant changes to policies. Insurers perceived the HE sector as complex and challenging due to its wide range of activity which included the use of high value equipment. There was also a lack of understanding amongst insurers about the manner in which claims for loss of income arose.

**21.147 University of Nottingham Malaysia Governance**

- .1 UEB RECEIVED the paper (UEB/21/140) from the CFO and the Interim Provost UNM.
- .2 UEB were advised that the proposed governance structure was designed to be streamlined. Whilst the proposed structure aligned with those used by other UK branch campuses



operating in Malaysia, a significant difference was that a number of the branch campus structures reported to their Council. The University had been advised that reporting should be to UEB. UEB further NOTED that the Ministry of Higher Education template for governance included a further tier of governance.

- .3 External Malaysian representation on the UNiM board would be required by the Ministry of Higher Education. Work had commenced with a local search company to assist in identifying and connecting with appropriate individuals. Appointments would require UEB approval and details would be shared with Council. The approval of the Ministry of Higher Education would also be required.
- .4 It was the Registrar’s view that the structure presented would achieve the right balance between UEB receiving the level of assurance it required for the activities at UNM and allowing the Provost and senior management team the autonomy they needed to deliver the strategy.
- .5 The Interim Provost UNM confirmed that the FPVC Engineering and APVC RKE Faculty of Social Science would be approached with a view to them joining the UNiM Board. It was important that both Faculties operating in UNM were represented on the Board.
- .6 Clarification was sought on why the proposed membership of the UNiM Board did not include an external member of Council. The CFO confirmed that UNiM would sit alongside the other subsidiaries operated by the University, and Council members did not sit as board members of those companies. The role of Council was to receive assurance on the University’s activities, with the Vice-Chancellor and UEB managing the University’s operations.
- .7 There was some discussion about the role of the UNiM board and whether it would be for assurance or executive purposes.
- .8 Full consideration would need to be given to the Terms of Reference of UNiM including terms of office of members and development of a skills matrix.
- .9 UEB was supportive of the direction of travel of the paper and AGREED that a further and more detailed iteration, including terms of reference should be circulated for approval prior to submission to Council for discussion and note.

	<b>ACTION</b>	<b>OWNER</b>	<b>DUE</b>
.10	To prepare a further iteration of the paper for circulation to UEB.	CFO, Interim Provost UNM	February 2022

**21.148 Corporate Guarantee for the University of Nottingham Malaysia**

- .1 UEB RECEIVED the paper (UEB/21/144) from the CFO.
- .2 It was REPORTED that UNiM held borrowing facilities with HSBC Bank Malaysia Berhad and Affin Bank totalling RM54.3M/£9.6m. Consent was required from the banks in the event of a change of shareholding of UNiM, but before the consent could be provided, the banks required a Corporate Guarantee from the University. Under the Corporate Guarantee the University would guarantee the debt repayment under the borrowing facilities.
- .3 The Financial Controller reported that the final version of the Corporate Guarantees were awaited from the banks.
- .4 UEB NOTED that at the time of deciding to commit the Corporate Guarantees the University was not insolvent and would not become insolvent as a result of entering into and performing its obligations under the Corporate Guarantees.
- .5 Following consideration, including the overview of the Corporate Guarantee provided by the CFO, the transactions contemplated by it and the matters referred to in section 172(1) of the



Companies Act 2006, UEB AGREED that the Corporate Guarantees and the transactions contemplated by it would promote the success of the University.

- .6 UEB APPROVED the recommendation for the University to enter into and sign the Corporate Guarantees as a payment only guarantee against UNiM’s current facilities as requested by the banks. UEB further AGREED that the CFO and Financial Controller be authorised to consider the final versions of the Corporate Guarantees to be provided by the banks and if they deemed acceptable, be authorised to sign and/or dispatch or deliver all other documents, notices and certificates to be signed and/or dispatched or delivered by the University under or in connection with the Corporate Guarantees and to do any other act, matter or thing as they may deem necessary or desirable to be done or executed in connection with the financing to be provided to the University or the Corporate Guarantees.

	<b>ACTION</b>	<b>OWNER</b>	<b>DUE</b>
.7	To oversee the final negotiation and execution of the Corporate Guarantees.	CFO	February 2022

**21.149 Project Fusion (Hotels and Conference Centre)**

- .1 The Chief Financial Officer REPORTED that it had been agreed, by mutual decision with De Vere, not to renew the contract to operate the University’s hotels and conferencing facilities.
- .2 Commercial Governance Board had considered whether a new partner should be sought to operate the facilities, but following full analysis of the options, it was decided that the University would bring the operation in-house. Separation activity with De Vere was progressing well and would ensure a smooth transition.
- .3 UEB NOTED that separation would occur before the start of a large season of graduation ceremonies to graduate the classes from 2020, 2021 and 2022.

**21.150 Roundtable Discussion**

- .1 Professor Sarah Speight provided an update on the recruitment process for the Chair of the Quality and Standards Committee.
- .2 The daily number of staff who had declared taking part in industrial action stood at 477, 411 and 391 on 1, 2 and 3 December respectively. The numbers were likely to increase as final reports were collated.
- .3 There had been successful recruitment to two of the three senior posts in Human Resources. The final post would be advertised again externally.
- .4 Professor Louise Mullany had presented her research team’s report: ‘Towards Diverse Workforce’ at a recent DVC/FPVC meeting. The DVC considered the work would be transformative for recruitment processes and should be considered within the work to deliver the Research Strategy.
- .5 Workshops to progress thinking on the Castle Meadow campus and Digital Nottingham projects continued. It was hoped to engage with wider groups across the University on the activity. The DVC asked for suggestions for opportunities to do so to be sent to directly to him.
- .6 UEB discussed the approach to overseas travel, given the continuing changes to travel restrictions. The Registrar advised that measured judgement should be used. Staff should follow current advice in place for individual countries. If staff travelled against advice, it would be at their risk and any financial consequences as a result would have to be borne by them.



- .7 The PVC GE reminded UEB that some Southeast Asian students continued to face challenges associated with the pandemic and its origin on and off campus. It was vital that the right messages of support for those students were communicated.
- .8 The FPVC MHS provided a brief update on the progress of the Health and Social Care Bill and confirmed that leadership change at the Nottingham University Hospitals NHS Trust continued.
- .9 Following 360 degree evaluation, it has been agreed that both Professor Claire Gibson's tenure as Head of the School of Psychology and Professor Paul Houston's as Head of the School of Mathematical Sciences would be extended.
- .10 The FPVC Engineering reported the Foundation Engineering and Physical Sciences team had welcomed the opportunity to meet with Lord Wharton, Chair of the Office for Students and members of Council in November.