

[Confidential in respect of Minutes 20/37, 20/39-40, 20/42, 20/44-56, 20/58, 20/60, 20/62]

BOARD OF GOVERNORS

Minutes of the meeting of the Board of Governors held on 22 July 2020 - held by Zoom

Present

Stephen Bolton, Independent Governor and Vice Chair
Dr Janet Bonar, Staff Governor
Phil Cotton, Independent Governor and Chair of the Board
Grace Davis, Student Governor
Mark Dixon, Staff Governor
Nigel Duncan OBE, Co-opted Governor
Professor Ruth Farwell CBE DL, Independent Governor
Jennifer Glastonbury, Independent Governor
Don Iro, Independent Governor
Councillor Satvir Kaur, Co-opted Governor
Susan Macpherson, Independent Governor
James Rimmer, Independent Governor
John Simpson, Independent Governor
Professor Karen Stanton Vice-Chancellor & Governor Ex Officio
Captain Emma Tiller, Independent Governor
Philip Wake OBE RD, Independent Governor (Up to and inc Min 20/39)

In attendance Stephen Avery, Director of Finance
Dr Caroline Carpenter, University Secretary
Paul Colbran, Chief Information & Infrastructure Officer
Professor Julie Hall, Deputy Vice-Chancellor
Sharath Ranjan, Independent Governor Elect (from 1 Aug 20)
Leigh Rengger, Chief Marketing Officer
Andrea Thompson, Interim Deputy Vice-Chancellor
Bridget Woolven, Clerk to the Governors
Justine Andrews, KPMG, (Up to and including Min 20/39 only)
Andrew Burn, KPMG (Up to and including Min 20/39 only)
Liam Symington, KPMG (Up to and including Min 20/39 only)

20/35 Apologies & Welcome

- i. Apologies from Lena Samuels. The meeting was quorate throughout.
- ii. The Chair welcomed Sharath Ranjan, new Independent Governor from 20/21, to his first Board meeting. He also welcomed Justine Andrews, Liam Symington, and Andrew Burn of KPMG.
- iii. The meeting had been immediately preceded by a presentation by Weightmans on the duties and responsibilities of Directors including information regarding pension scheme liabilities.

20/36 Conflict of Interests - None.

20/37 Minutes of the meeting held on 22 April 2020 - Approved.

**20/38 Matters Arising
Presented by Bridget Woolven, Clerk to the Governors**

**Paper 20/BG/09
Confidential**

This minute is confidential.

**20/39 Solent Future Ready -
Delivery of strategy 2025**

**Presentation
Paper 20/BG/10
Confidential**

This minute is confidential.

(The meeting paused for a short break at this point. Philip Wake left the meeting.)

This minute is confidential.

(KPMG's representatives left the meeting at this point.)

20/40 Student Equality Forum annual report

**Paper 20/BG/11
Confidential**

This minute is confidential.

20/41 Student Protection Plan

Oral Report

- i. The Board noted that this matter had been postponed to the November meeting due to a consultation that was being conducted by the Office for Students. The outcome was expected in September.

**20/42 Membership of the Board and its Committees
Presented by Bridget Woolven**

**Paper 20/BG/12
Confidential**

This minute is confidential.

20/43 Student Board

Oral Report

Presented by: Grace Davis, Head of Student Voice

- i. Grace Davis reported that the new Sabbatical Officer team had attended the meeting and that arrangements for the new academic year had been discussed, as well as the Academic Rep system, the Transformation Academy and formal handover plans for 20/21.

In discussion, the following points were made:

- ii. Phil Cotton congratulated Grace on the surplus that had been achieved.
iii. The Board noted the report.

**20/44 Remuneration Committee
Presented by: Professor Ruth Farwell CBE**

**Oral report
Confidential**

This minute is confidential.

20/45 Catering Contract **Paper 20/BG/13**
Confidential
Presented by: Paul Colbran
Chief Information & Infrastructure Officer

This minute is confidential.

The following items had been starred (*) on the agenda, with Governors invited to submit any questions to the Clerk at least 48 hours in advance of the meeting.

20/46 Vice-Chancellor's Report **Paper 20/BG/14**
Confidential

Noted.

20/47 Partnership Annual Report **Paper 20/BG/15**
Confidential

Noted.

20/48 Internationalisation Annual Report **Paper 20/BG/16**
Confidential

Noted.

20/49 Research & Innovation Annual Report **Paper 20/BG/17**
Confidential

Noted.

20/50 Access & Participation Plan **Paper 20/BG/18**
Confidential

Noted.

20/51 CMA Compliance Annual Report **Paper 20/BG/19**
Confidential

Noted.

20/52 Academic Board Report **Paper 20/BG/20**
Confidential

Noted.

20/53 Students' Union Project Outturn **Paper 20/BG/21**
Confidential

Noted.

20/54 Minutes of Audit Committee 17 June 2020 **Confidential**

Noted.

20/55 Minutes of Governance Committee 1 July 2020 **Confidential**

Noted.

20/56 Minutes of Resources Committee 1 July 2020 **Confidential**

Noted.

20/57 Annual Report of University Companies **Paper 20/BG/22**

Noted.

20/58 Honorary Degrees Report

**Paper 20/BG/23
Confidential**

Noted.

20/59 Order of Business 20/21

Paper 20/BG/24

Noted.

20/60 Governor appeal panels convened during 19/20 - Five.

Confidential

This minute is confidential.

20/61 Affixing of the Seal

The Board is asked to note that, since its last meeting, the University Seal has, under the signatures of the Vice-Chancellor and the Clerk to the Governors, been applied to:

- None.

20/62 Reportable events (Office for Students)

Confidential

Since the last meeting, there has been the following reportable event(s), as defined by the OfS that *'could materially affect or materially effects the provider's legal form of business model and/or its willingness or ability to comply with its conditions of registration'*:

This minute is confidential.

20/63 Chairman's Address

On behalf of the Board, Phil Cotton:

- i. thanked Captain Emma Tiller for her three years' service as Independent Governor, for her membership of Audit Committee, and for the work she had done to promote engagement with female maritime students and cadets.
- ii. Captain Tiller said she had enjoyed her time on the Board and would be happy to assist the University in the future.
- iii. thanked Grace Davis for her outstanding work during her two years in office as Head of Student Voice. Grace would be returning to Solent as a Masters Student in 20/21.
- iv. Grace thanked the Executive team and the Board and confirmed she had enjoyed her time in office. She also thanked Jennifer Glastonbury for her assistance with the work to refresh the Students' Union governing documents.

20/64 Date of next Board meetings:

The joint Academic Board/Board of Governors event scheduled for 10 September would be postponed to January/February 2021.

Wednesday 10 September 2020 at 17:00hrs via Zoom. **Extraordinary Meeting.**
Wednesday 25 November 2020 at 17:00hrs via Zoom.

The meeting closed at 7.20pm.