

For Publication Excluding Reserved Business

**STRANMILLIS UNIVERSITY COLLEGE
GOVERNING BODY MEETING ON 29 NOVEMBER 2022 AT 3.30PM IN THE
SLEMISH ROOM, REFECTORY BUILDING**

Governing Body: Mr E Jardine (Chair), Mrs H Miller (Vice-Chair), Mr P Weil, Dr A Brown, Professor J Heggarty, Mr K Nelson, Dr M Bennett, Dr L Boyce, Mrs C Moore, Ms M Corrigan, Mr D Feely, Mr N McCarter, Mr R Thompson

In Attendance: Ms K Robinson (Secretary to the Governing Body Ms J O'Boyle (Head of Finance – Items 4 and 5), Dr K Gibson (Director of Student and Learning Services - Item 9)

Apologies: Professor D Jones

Any Other Business: None

AGENDA

GB/6/22/1.1 INTRODUCTION

6/22/1.1.1 The Chair welcomed everyone to the meeting and summarised the business for discussion.

6/22/1.1.2 There was a one-minute silence as a mark of respect for a former colleague and one of the pre-eminent historians of our time, who sadly passed away on 13 November 2022.

6/22/1.1.3 Members noted that the informal buffet meal to which staff who regularly provide papers and presentations for the Board have been invited, will be served, following the meeting, at 6pm. Former Member, Bill Patterson will also be attending and will be presented with a token of the College's appreciation of his work for the Governing Body and the HR and Remuneration and Finance and General Purposes Committees over a period of eight years. Dr Esmond Birnie, whose term of office had also recently come to an end, had indicated that he is unable to attend. Members further noted that there will be an opportunity to meet the new Head of Human Resources – Ms Eimear Rushe who recently took up

her appointment from her previous post in South-West College.

6/22/1.1.4

Members noted that the Chair would be informing those attending to assume that members have read the Papers and therefore it is only necessary to provide a high level summary.

GB/6/22/1.2

APOLOGIES

6/22/1.2.1

The apology from Professor D Jones was noted.

6/22/1.2.2

Members noted that Dr A Brown would be arriving around 4pm as he has teaching responsibilities.

GB/6/22/1.3

CONFLICTS OF INTEREST

6/22/1.3.1

No conflicts of interest were declared.

GB/6/22/1.4

ANY OTHER BUSINESS

6/22/1.4.1

There was no other business to discuss, other than that included on the Agenda.

GB/6/22/2

MINUTES OF THE PREVIOUS MEETING ON 27 SEPTEMBER 2022, ACTION POINTS AND MATTERS ARISING

6/22/2.1

The Minutes of the previous meeting on 27 September 2022 were agreed.

6/22/2.2

Members noted the one outstanding Action Point regarding the draft Personal Relationships Policy and Procedures which is to be discussed with the Chairs of the Education Committee and HR and Remuneration Committee. The Principal informed Members that this would be picked up by the new Head of HR.

Matters Arising

6/22/2.3

Members noted that the new License Agreement referred to under **5/22/4.9** has been approved by the Department for the Economy (DfE) and will be accommodated within the Main Building.

6/22/2.4

There were no other matters arising.

GB/6/22/3.1 HIGH LEVEL OVERVIEW OF EDUCATION COMMITTEE MEETING ON 25 OCTOBER 2022

6/22/3.1.1 Dr Bennett, Chair of the Education Committee introduced her paper which provided an overview of the Education Committee meeting on 25 October 2022. Members noted the detail provided.

6/22/3.1.2 In particular Members noted that the Committee had considered the Annual Quality Assurance report as included within the Principal's report. The Education Committee was satisfied that the methodologies used as a basis to improve the student academic experience and student outcomes are robust and appropriate and that the standards of awards for which the College is responsible have been appropriately set and maintained. The Committee noted and applauded the range of internal and external evaluation exercises and recommended to Members of the Governing Body that the report provides sound evidence to support signing off by the Principal, on behalf of the Board, of the Annual Assurance report for the Department for the Economy. The Governing Body approved the report and the Assurance Statement was duly signed.

6/22/3.1.3 Members also noted that the Committee had considered the Summary of Activities undertaken to support the College's research integrity in 2021-22 and discussed the projects that would have greatest impact on the College's provision and education within Northern Ireland. The Committee recommended to Members of the Governing Body that the evidence presented supports the signing of the [Annual Statement of Compliance with The Concordat to Support Research Integrity 2020-2021 by the Governing Body as referred to in the Principal's report.](#) The Governing Body agreed with the recommendation.

GB/6/22/3.2 HIGH LEVEL OVERVIEW OF THE FINANCE AND GENERAL PURPOSES COMMITTEE MEETING ON 15 NOVEMBER 2022

6/22/3.2.1 Mr Nelson, Chair of the Finance and General Purposes Committee introduced his paper which provided an overview of the business discussed at the Finance and General Purposes Committee meeting on 15 November 2022. Members noted the detail provided.

- 6/22/3.2.2 Members noted in particular that the Chair and Members of the Audit and Risk Assurance Committee had joined the meeting primarily for the consideration of the draft 2021-22 Financial Statements. The meeting also received a verbal update on the draft Audit Findings.
- 6/22/3.2.3 The Committee was impressed with the standard of reporting and the amount of good work that had gone into the preparation of the draft Financial Statements. The Committee suggested a very minor change to the wording of paragraph 1.33 of the Financial Statements, which the Governing Body noted was reflected in the final version presented for sign-off at the end of the meeting.
- 6/22/3.2.4 The Committee also congratulated the College on the verbal update that yet again, the College has received a 'clean' audit opinion.
- 6/22/3.2.5 Members noted that the Committee considered the draft Annual Report for 2021-22 which would be considered under Item 7 on the Agenda. The Committee recommended to Members of the Governing Body that the report be approved.
- 6/22/3.2.6 Members noted the recommendation of the Committee that the updated Governing Body Scheme of Delegation be approved. The Governing Body approved the Scheme and extended its thanks to all those involved in its development. It was agreed that it is a very clear document which strikes the right balance between oversight and delegation and provides a good reminder of the work that is undertaken by the Governing Body and the College. The document will be supplemented in due course by an updated separate document that sets out the delegations from the Principal to other staff in the College.

GB/6/22/3.3 HIGH LEVEL OVERVIEW OF THE AUDIT AND RISK ASSURANCE COMMITTEE MEETING ON 23 NOVEMBER 2022

- 6/22/3.3.1 The Head of Finance was welcomed to the meeting for this Item and for the consideration of the Financial Statements and Audit Findings (Item 5).
- 6/22/3.3.2 Mrs Moore introduced her paper on the business that was discussed at the Audit and Risk Assurance Committee meeting on 23 November 2022.

- 6/22/3.3.3 The Governing Body noted the detail in the Annual Report on the work of the Committee during 2021-22, including consideration of the Financial Statements and Audit Findings and the Annual Report and Governance Statement for the year to 31 July 2022. The Audit Findings in particular showed that once again no issues were encountered by Grant Thornton in their audit of the key risk areas, which required any audit adjustments. The Governing Body agreed that this was an excellent result and provides sound evidence of robust controls operating within the College.
- 6/22/3.3.4 The Governing Body noted the key highlights in respect of the Financial Statements as provided by the Head of Finance in her paper.
- 6/22/3.3.5 The Governing Body agreed that there was a good account in the Annual Report and Governance Statement of the work of the Governing Body and its Committees during 2021-22, including the latest assessment of the College's performance against the Committee of University Chairs (CUC) Code of Governance for Higher Education Institutions. In respect to the latter the Governing Body noted that there is comprehensive evidence of substantial performance by the College against all six key elements within the Code. It was further noted that three items for action have been carried over from previous assessments and that assurance was provided to the Committee that these actions would be taken forward during 2022-23.
- 6/22/3.3.6 The Governing Body noted that assurance has been provided to the Committee that the recently reported issues regarding the provision of responses to Freedom of Information requests have been addressed and that more robust arrangements are now in place to ensure compliance going forward.
- 6/22/3.3.6 The Governing Body agreed that Risk Management in the College has gone from strength to strength and that the latest work that was undertaken to reflect the key risks to the achievement of the objectives in the new Corporate Plan 2022-25 is to be commended.
- 6/22/3.3.7 The Governing Body noted that the Committee had undertaken its annual review of effectiveness. The outcome of this exercise identified a number of actions as set out in the paper, that will further enhance the way the Committee operates.
- 6/22/3.3.8 In conclusion, the Governing Body noted that

'the Committee is satisfied that the quality of information it has received from the College Executive Team throughout 2021-22 is sufficient and adequate to enable it to make informed decisions. Assurances on data quality are provided through the work of Internal and External Audit and internal controls are in place to validate accuracy and completeness of the information presented.

Based on the assurances received from Internal and External Audit in respect of 2021-22, the Audit and Risk Assurance Committee is satisfied that the University College's arrangements for corporate governance, internal control and risk management are basically sound, that the audited Financial Statements can be relied upon and that the Principal as Accounting Officer is entitled to rely on the assurances that have been received from the Internal and External Auditors.'

6/22/3.3.9

Based on the Committee's opinion, The Governing Body agreed that the 2021-22 Accounts, including the External Audit Letter of Representation would be signed by the Chair and the Principal at the end of the meeting.

6/22/3.3.10

The Chair of the Committee, extended the Committee's thanks to the Management of the University College, the Secretariat, the Internal and External Audit providers and the Department's Observer for their input to the ARAC Work Programme during the year, both in terms of the standard of papers and the contribution to discussions at meetings. This was echoed by the Governing Body which extended its congratulations to all involved in the preparation of the Annual Report and Accounts.

GB/6/22/3.4

ENDORSEMENT OF COMMITTEE MINUTES

6/22/3.4.1

The Governing Body endorsed the following Committee minutes:

- Education Committee (7 June 2022);
- Audit and Risk Assurance Committee (8 June 2022);
and
- Finance and General Purposes Committee (6 September 2022).

GB/6/22/4**FINANCE REPORT**

6/22/4.1

The Head of Finance provided an overview of the key headlines from her Finance Report. The Governing Body noted the detail in the paper and acknowledged that good savings had been made in energy costs. There were no pressing issues requiring discussion.

6/22/4.2

The Governing Body noted that by 2024, Public Bodies will have to begin reporting on reducing their carbon footprint.

GB/6/22/5**FINANCIAL STATEMENTS AND AUDIT FINDINGS
(COVERED UNDER ITEM 3.3)****GB/6/22/6****PRINCIPAL'S REPORT**

6/22/6.1

The Principal's Report on Quality Assurance and the Concordat to support the Career Development of Researchers 2021-22 was considered under 3.1.2 and 3.1.3 respectively.

6/22/6.2

On the Principal's recommendation, the Governing Body discussed and approved the suggested, proportionate opportunities for Governing Body and staff engagement. Such opportunities would be communicated to Governors via the Secretary.

6/22/6.3

The Committee noted the update on the launch of the College's Centenary celebrations.

6/22/6.4

The Governing Body extended its best wishes to Dr Barbara McDade as she embarks on a Career Break and will be taking up a fixed-term post in America.

GB/6/22/7**DRAFT ANNUAL REPORT 2021-22**

6/22/7.1

The Governing Body approved the draft Annual Report 2021-22, subject to further fine tuning.

GB/5/22/8**CHAIR'S BUSINESS**

6/22/8.1

The Chair briefed Members on a recent useful and positive meeting he and the Principal had with the QUB Vice-Chancellor.

- 6/22/8.2 Members discussed the update provided on the Review of Arm's Length Bodies, the participation of the College in the Review and the meeting that had taken place regarding the College's input.
- 6/22/8.3 Members noted the update provided on the recruitment of new Governing Body members.
- 6/22/8.4 There was a general discussion on the difficult budget position.
- 6/22/8.5 The Chair extended his congratulations to Dr A Brown on his re-appointment as the Teaching Staff representative on the Governing Body.

GB/6/22/9 STUDENT PRESIDENT'S REPORT AND THE SU FINANCIAL STATEMENTS 2021-22

- 6/22/9.1 The Student President's report was noted. The Governing Body was particularly impressed with the amount of money that has been raised thus far for Charities.
- 6/22/9.2 In response to a question from the Chair regarding whether the student voice is adequately heard within the College, members noted that there are good lines of communication at present. However, more work is needed to encourage students to express their views and work is ongoing by the Student Executive Team to provide the support that students need.
- 6/22/9.3 Dr Ken Gibson was welcomed to the meeting. Dr Gibson introduced the SU Financial Statements and extended his thanks to the College for its financial contribution to the Students' Union and to Gillian Crawford for her work in gathering the information for the Statements. There were no issues concerning the Financial Statements, which were noted by the Governing Body.

GB/6/22/10 CORPORATE RISK REGISTER

- 6/22/10.1 The Principal introduced his paper on the Corporate Risk Register and drew members' attention to the inclusion of Cyber Security under Risk CR4.
- 6/22/10.2 A general discussion followed on training for staff on Cyber Security and whether this should be compulsory. The Governing Body agreed that a paper on this should be submitted to the Finance and General Purposes Committee.

6/22/10.3 There were no other matters requiring discussion and the Risk Register was therefore noted.

GB/6/22/11 ANY OTHER BUSINESS

6/22/11.1 The Chair wished members of the Governing Body and staff a Happy Christmas break and a peaceful and Happy New Year. This message would be conveyed in the Brief to Staff.

6/22/11.2 Members were reminded that they have been invited to the Christmas event in St Anne's Cathedral on 15 December 2022 and to the staff Christmas lunch on 16 December 2022.

The Student and Staff representatives left the meeting for the discussion of Reserved Business

GB/6/22/12 RESERVED BUSINESS

Signed _____ Date 28/3/23
Chair of Governing Body