



## BOARD OF GOVERNORS

Minutes of the meeting of the Board of Governors held at 3.00pm on Tuesday, 10 February 2009 in Room 2D74, Frenchay campus

Present: Gillian Camm (Chairman), Ray Burton, Bob Barnett, Rosamund Blomfield-Smith, Chris Booy, Nigel Costley, Iain Gray, Dr Jane Harrington, Will Harris, Matt Hughes, John Laycock, Sonia Mills, Dom Passfield, Rt Rev Barry Rogerson, Professor Bhupinder Sandhu, Lise Seager, Dr Louis Sherwood, Graham van der Lely, Professor Steve West

Apologies: Sherrie Eugene

In Attendance: Ian Apperley (for minutes G09.2.11-14), Dr Liz Falconer (for minutes G09.2.8-10), Bill Marshall (for minutes G09.2.15-20), Katie Owen-Jones, John Rushforth

### MEMBERSHIP

G09.2.1 The Chairman welcomed Will Harris to his first meeting of the Board.

G09.2.2 A recommendation from the Nominations Committee for the appointment of two new lay members of the Board had been sent to members prior to the meeting. The Board **RESOLVED** to appoint John Laycock and Sonia Mills as lay governors with immediate effect.

Mr Laycock and Ms Mills joined the meeting at this point.

### MINUTES

G09.2.3 The Clerk had received notice of changes to the confidential minutes of the meeting held on 24 November 2008. The minutes were approved subject to those changes, recorded in minute G09.2.4.

Minute G09.2.4 is confidential to the Board.

### INSTITUTIONAL PERFORMANCE

G09.2.5 Further to minute G08.11.27, a report and data on institutional key performance indicators would be presented to the next meeting of the Board.

### BOARD OF GOVERNORS' BUSINESS

G09.2.6 The Chairman reported:

- the intention to focus on one or two strategic issues at each meeting, to give Governors an opportunity to discuss and influence strategy development at an early stage;
- that the Governors/Student Forum was being set up. One or two governors would be asked to be permanent members, the remaining governor places would be filled on a rotating basis from those who wished to be involved;

- there were a number of projects or issues with which members needed to be in closer touch than reports to scheduled meetings would permit. She proposed therefore that small time-limited working groups be set up where appropriate, including governors with relevant expertise, meeting perhaps once a month with members of the Executive, to monitor progress. She confirmed that such groups would have no decision-making powers and any proposals would have to come to the Board or relevant committee for approval. It was **AGREED** that the first such group would be on the masterplanning for the Frenchay campus, those interested should contact the Chairman or Clerk;
- an awayday was being planned for April/May which would focus on the vision for the University and future strategy. The date would be sent out in the next few days. The Vice-Chancellor was preparing a paper to be circulated to Governors well in advance of the meeting. The paper would contain a range of issues and options for debate with the Board and others before the future direction was determined.

G09.2.7 Received, Paper G09/2/1, a plan of the main business for Board meetings for the remainder of the academic year. It was pointed out that at an earlier meeting it had been agreed that health and safety and major risks should be standing items on Board agendas. It was confirmed that these items would be covered in some way at every meeting. The Vice-Chancellor reported on an external review of health and safety mechanisms agreed at the recent meeting of the HR Committee, the outcomes of which would be brought to the Board. It would also inform an action plan on which the Committee and the Board would receive regular reports.

## **TECHNOLOGY ENHANCED LEARNING**

G09.2.8 Dr Liz Falconer, of the E-learning Development Unit made a presentation to the Board on the ways that the University was using technology to enhance students' learning experience, she demonstrated some of the systems now available and went on to look at likely future developments. The presentation led into discussions about some of the opportunities, issues and challenges that faced the University from such developments.

G09.2.9 Main points included:

- UWE was probably in the top twenty universities in terms of the use and innovation of technology to support learning. This should be something that the University publicised and used to promote its reputation;
- the key was to use the systems and programmes available in ways that were most suited to a particular discipline, topic, method of teaching or style of learning;
- the opportunities for using technology to do new things, such as simulating situations for learning which was particularly useful for students on professional programmes;
- that use of technology was not consistent across the University and involved considerable cultural change; the support and development needs of academic staff; and, how technical and academic staff needed to work together;
- there would not be a time when technology would replace all face to face contact with students. It was important that the University worked out what could best be done through technology and the value that was added by contact with academic staff and other students. A strategy was currently being drafted which would be considered by Academic Board and other relevant committees;
- that student expectations for the use of IT were growing continually, and it was important to keep track of that and with developments in schools;

- implications for other parts of the infrastructure, such as the estate and the organisation of the institution. It was not possible to predict very far into the future in terms of how technology might develop and its impact on the operation of the University, so it was important to keep the infrastructure as flexible and adaptable as possible;
- the importance of reliability and security of systems if their use was to be extended, which would require investment;
- the possibility of working with other organisations in the Bristol area that were involved in technological innovation.

G09.2.10 The Board thanked Dr Falconer for her presentation and the interesting discussion. The Board looked forward to further discussions in the future on this and related topics.

Minutes G09.2.11-14 are confidential to the Board.

### **PURCHASE OF BRISTOL POLYTECHNIC ENTERPRISES LTD (BPE)**

G09.2.15 Received, Paper G09/2/4, a proposal for the purchase of BPE Ltd from the Wallscourt Foundation. The Chairman of Governors declared an interest as a Wallscourt Foundation Trustee. The Assistant Vice-Chancellor Finance and Commercial Developments attended to present the proposal. He explained the background and the reasons for the purchase at this point, and the advice received from Deloitte's. Wallscourt Foundation Trustees had been appraised of the situation and were willing to sell the share capital. A question was asked about whether there was any risk of HMCE taking the market value rather than the book value for the BITC building for tax purposes. It was **AGREED** to seek assurance from Deloitte's on this point.

G09.2.16 The Board:

- i) **GRANTED CONSENT** to BPE Limited to assign to the Wallscourt Foundation (or BITC Ltd) the lease of 3 June 1988 between UWE and BPE Ltd, subject to and with the benefit of the Sublease dated 31 December 1989 by BPE Ltd to the higher education corporation Bristol Polytechnic, as varied by the Deed of Variation dated 20 March 2000 between BPE Ltd and UWE, to enable the transfer of the BITC building out of BPE prior to its purchase by UWE;
- ii) **APPROVED** the purchase of shares in BPE for £5.2m thereby bringing the ownership of the New Redland Building within the ownership of the University;
- iii) **APPROVED** the repayment of the Allied Irish loan of £8.9m secured on the New Redland Building;
- iv) **AGREED** that (i) to (iii) should take place before 31 March 2009, the end date of UWE's current revolving credit facility with Lloyds TSB bank;
- v) **APPROVED** the appointment of the Vice-Chancellor and the Assistant Vice-Chancellor Finance and Commercial Developments as Directors of BPE for the University;
- vi) **AGREED** to BPE and UWE entering into a new lease for the New Redland Building.

The above were all subject to receiving the necessary assurance from Deloitte's already agreed (minute G09.2.14).

### **VICE-CHANCELLOR'S REPORT**

G09.2.17 Noted, Paper G09/2/3, a report from the Vice-Chancellor. The Vice-Chancellor drew attention to: C Y Leung's acceptance of the invitation to be a Pro Chancellor; additional work being put into recruitment of postgraduate students in the current climate; and, progress with masterplanning.

G09.2.18 The Vice-Chancellor reported the overall good performance in the Research Assessment Exercise (RAE), and on those areas that had done particularly well. It was not yet known how the outcomes would translate into funding. Internally, the outcomes were being fed into the review of research, and proposals for how research would be progressed in the University would be brought to the Board after consultation with other groups. The Board congratulated all staff on the very good outcomes of the RAE.

Minutes G09.2.19-20 are confidential to the Board.

#### **EQUALITY AND DIVERSITY**

G09.2.21 Paper G09/2/5, a report on arrangements to help the University discharge its obligations under equality and diversity legislation, was received.

#### **HARTPURY COLLEGE**

G09.2.22 Paper G09/2/6, the report of the academic review of Hartpury College, was received. It was noted that further work was to be done on the planning profile and financial plan for the future. Proposals on related matters, including the governance arrangements, would be brought to a future meeting.

#### **CHANCELLOR SEARCH GROUP**

G09.2.23 Received, Paper G09/2/7, a report on progress with the search for a Chancellor.

The Board received a number of documents for information, as follows.

#### **COMMITTEES OF THE BOARD OF GOVERNORS**

G09.2.24 The Board received and noted a report of the meeting of the Nominations and Governance Committee held on 10 January 2009, Paper G09/2/8.

#### **ACADEMIC BOARD**

G09.2.25 Noted, Paper G09/2/9, the minutes of the meeting on 3 December 2008.

#### **QAA AUDIT**

G09.2.26 Received, Paper G09/2/10, the University's briefing paper and the Students' Union submission to the QAA.

#### **CORPORATE SEAL**

G09.2.27 Noted, the documents sealed since the last meeting (Paper G09/2/11).

#### **DATE OF NEXT MEETING**

G09.2.28 31 March 2009.

Meeting closed 5.55 pm.