



University of the  
West of England

**CONFIRMED**

## **BOARD OF GOVERNORS**

Minutes of the Board of Governors meeting held on Tuesday 21 May 2013.

**Present:** C Booy; G Camm (Chair); S Forbes; I Gray; Dr M Hagen; Dr J Harrington; S Mills; E Okon; Professor P Olomolaiye; T Smallwood; G van der Lely; Professor G Upton; Professor S West.

**Apologies:** J Laycock; S Moore.

**In Attendance:** Professor P Gough; W Liew; A Osborn (Deputy Clerk); C Roper; J Rushforth (Clerk).

### **G13.05.1 MEMBERSHIP**

The Chair welcomed the UWE Students' Union President elect, Charlie Roper, to their first meeting of the Board of Governors and noted that they would become a Governor with effect from 1 July 2013.

### **G13.05.2 Declarations of Interest**

None received.

### **G13.05.3 MINUTES AND MATTERS ARISING**

#### **G13.05.3.1** Minutes of the meeting 20 March 2013 *Paper G13/05/01 was received.*

Members approved the minutes of the previous meeting and reaffirmed that the Vice-Chancellor had been provided with delegated authority to approve future Access Agreements which were in line with the agreed widening participation strategy.

#### **G13.05.3.2** UWE Bristol Strategy

Governors noted an update from the Vice-Chancellor highlighting that the UWE Bristol Strategy 2020 had been launched internally through a variety of channels including *Strategy Café* briefings with staff. The strategy had also been welcomed by two Professional and Statutory Regulatory Bodies during recent accreditation visits to the University.

## **ITEMS FOR DISCUSSION**

### **G13.05.4 Governance Effectiveness**

*Papers G13/05/2 was received.*

**G13.05.4.1** The Chair introduced the paper highlighting that during the recent away day members had articulated a desire to reduce repetition and increase the value added by Governors. However in the context of the external environment and the level of anticipated capital spend over the coming years it could be difficult empower the Vice-Chancellor and the Executive team to deliver changes whilst at the same time maintaining oversight in accordance with the Board's statutory obligations.

- G13.05.4.2** In particular the Chair drew members' attention to the proposals to reduce the number of Board of Governors meetings down to three a year, the minimum allowed for within the Articles of Government, and the increase in the Vice-Chancellor's standing delegated level of authority.
- G13.05.4.3** Members further noted that the proposals drew on experience of successful alternative forms of engagement utilised by the Board in the past to develop an approach to Governance which would ensure the long-standing "no surprises" principle continued, and increase the quality of engagement with the strategic challenges facing the institution.
- G13.05.4.4** During extensive discussion Members agreed that the proposals accurately reflected discussion at the 2013 away day and noted that:
- i. Board itself had matured significantly and as such it should be possible to reduce the number of Board meetings and refocus the discussion to more strategic issues. The identified development of the Committees of the Board would also support the Board to develop alternate forms of engagement;
  - ii. as the Board looked to appoint new Governors in the near future the proposals would place a greater emphasis on the induction of new Governors to swiftly develop their knowledge of the University and the format of Governance at the institution;
  - iii. further formalising the existing level of openness from the Executive Team, for example through the development of monthly briefings, would help to ensure the flow of information between meetings and highlight issues requiring resolution as necessary;
  - iv. the governance function of the institution could be conducted in other formally constituted forums, not just the main Board although effective communication between the bodies would be essential;
  - v. the proposals would benefit from further articulation of how the legal responsibilities of the Board would be fulfilled, particularly in relation to the reduction of the number of meetings which The Committee of University Chairs advised should be more frequent in order for Governors to remain cognisant of events and developments at the University;
  - vi. to help keep the Governors up to date with the capital programme the well-received financial dashboard would be replicated to provide an overview of projects and their status and that it would become a standing item at Board meetings.
  - vii. proposed levels of delegated authority were greater than those at other institutions, but that the Vice-Chancellor would be constrained in their ability to authorise major expenditure without the Board's approval by the requirement for major capital or revenue expenditure to be identified in the annual Estimates which the Articles of Government stipulated that the Board of Governors approve each year.
- G13.05.4.5** Governors welcomed the proposals and agreed the direction of travel. They requested that further detail on the operation of the revised approach to Governance be brought to the next meeting of the Board with a view to implementation in the 2013/14 academic year. In particular the revised proposals should clearly demonstrate:
- i. how Governors would be enabled to fulfil their legal obligations;
  - ii. the use and function of the Chair's meetings and the breakout sessions identified for the Board;
  - iii. communication between the Board of Governors and its Committees as well as that between Governors and the Executive.
  - iv. detailed delegated authorisation process under the new structure.
- ACTION: Chair and Clerk**

## ITEM FOR APPROVAL

### **G13.05.05 Campus Infrastructure Development**

*Paper G13/05/03 was received.*

**G13.05.05.1** The Deputy Chair of the Board briefed members on the discussion of the proposed development which was held by a subgroup of Governors and the Executive in April. The project was a complex one designed to improve the campus infrastructure enabling the creation of a central heart to the campus. This would include the relocation of the bus station and allow for the development of new student accommodation and wider elements of the Masterplan already approved by the Board of Governors.

**G13.05.05.2** Members noted that the subgroup strongly endorsed the plans to the Board and, as a result of the meeting, some additional pro-bono expertise had been sourced to advise the Vice-Chancellor on the aesthetic coordination of projects being undertaken in the heart of the campus. This advice would feed into business cases as they were developed which in turn would be presented to the Board of Governors for approval.

**G13.05.05.3** During discussion members further noted:

- i. concerns from the Student Governor on the close proximity of student accommodation to the bus station but recognised that some of the most popular accommodation in the city was directly adjacent to the city's bus station;
- ii. that the Masterplan had been largely a planning exercise and that the look and feel of projects within it would be determined by the architectural and space standards currently under development. In particular a materials palette would be provided to the architects appointed to individual projects ensuring a coherent feel to the campus;
- iii. that the project would be reviewed and monitored on a phase by phase basis, including the risk budget, to ensure maximum value for money.

**G13.05.05.4** The Board granted the Vice-Chancellor delegated authority to deliver the projects identified subject to a maximum expenditure of £11.5 million.

## REPORTS

### **G13.05.06 Student Experience Progress Report from Academic Board**

*Paper G13/05/04 was received.*

**G13.05.06.1** Governors welcomed the report from Academic Board and confirmation from the Student Governor that the actions detailed reflected students' expectations and lived experience. It was noted however that the success of the actions would be ultimately judged through the successes of the University's students and their satisfaction as articulated within the National Student Survey (NSS).

**G13.05.06.2** During discussion Governors further noted that:

- i. Academic Board increasingly sought to evaluate the benefit of actions taken to improve the student experience against other options available and that, through the use of cross university working groups, it was seeking to develop consensus on emerging policy which in turn would promote consistency of practice;
- ii. Executive Deans could be invited to return to Strategic Planning and Performance Committee in the autumn to update Governors on their progress towards their targets articulated at the start of the academic year;
- iii. following previous discussion with Governors Academic Board continued to be on track for the development of an attendance policy for the 2013/14 academic year as well as improving the promptness of feedback.

#### **G13.05.07      Chairs Report**

Governors welcomed the news that the governance guidance and policy development undertaken by the Committee of University Chair's would be moving to UWE under the guidance of the Clerk and Deputy Clerk to the Board of Governors. This would in turn provide the University with a further opportunity to contribute directly to issues of importance to the sector.

#### **G13.05.08      Vice-Chancellor's Report**

*Paper G13/05/05 was received.*

**G13.05.08.1** In addition to the details within the Report the Vice-Chancellor highlighted that attention would be turning toward the outcome of the current spending review which could see ownership of funding for some subjects move out of the Department of Business Innovation and Skills and up to a fifteen per cent cut for the Department's budget, majority of which was supported higher education and research. The Russell Group continued to lobby hard for the protection of the research budget which, if successful, could result in a disproportionate reduction of funding to widening participation. The outcome of the Spending Review was scheduled to be announced on 26 June 2013.

**G13.05.08.2** Governors also noted that:

- i. cost pressures on the University would continue with the maximum fee remaining fixed in cash terms at £9,000 and the NHS seeking to reduce the benchmark pricing for the contracts it awards;
- ii. nationally applications were four per cent up on the previous year, two per cent up in England alone. UWE's applications were in line with the English figures. The University had received a greater number of acceptances to offers made and remained confident of meeting recruitment targets.

#### **ITEMS TO NOTE**

#### **G13.05.09      Finance Dashboard**

*Paper G13/05/06 was received.*

Governors noted an update from the Director of Finance highlighting that the:

- i. forecast surplus had increased as a result of better than expected retention of students the underlying reasons of which were being explored;
- ii. University's anticipated cash generation remained strong and work continued to ensure SLC payments to the University accurately reflected the students in attendance;
- iii. energy costs for the building recently vacated by HP had been greater than expected. As part of the Masterplan the University continued to consider alternative energy options to minimise its exposure to rising energy costs;
- iv. level of research income remained positive and that preparatory work for the Research Excellence Framework was intended to ensure the profile of research funding was maintained.

#### **G13.05.10 Commercial Developments**

Members noted that:

- i. South Gloucestershire Council had deferred a decision on the outline planning permission requested in support of the Masterplan, but that approval was anticipated to be granted following a site visit.
- ii. arrangements for the disposal of the St Matthias campus were progressing well with up to eighteen acres of land now available for development. The agreed price with the preferred purchaser had been thoroughly tested and remained within the budgeted values.

#### **G13.05.11 HEFCE Risk Assessment**

*Paper G13/05/07 was received.*

The Director of Finance noted that the University had received its annual review meeting with HEFCE which had not highlighted any issues. Whilst the benchmarking data provided by HEFCE indicated that staffing costs were rising this could, in part, be attributed to the inclusion of Enhanced Voluntary Severance payments which were not included within other HEI's reported staffing costs.

#### **G13.05.12 Any other business**

The Chair noted that it was the last full Board of Governors meeting for the current Student Governor, Emmanuel Okon, and thanked him for his contribution over the previous year.