



BOARD OF GOVERNORS

Minutes of a meeting of the Board of Governors held on Tuesday 21 September 2010.

Present: C Booy; G Camm (chair); P Gough; I Gray; Dr J Harrington; J Laycock; S Mills; C Offler; Rt Revd B Rogerson; L Seager; T Smallwood; Professor G Upton; Professor S West.

In attendance: T Harrison; W Marshall; J Rushforth.

Apologies: G van der Lely.

G10.9.1 CHAIR'S OPENING REMARKS

The Chair welcomed members to the first meeting of the Board and welcomed the Clerk to her first meeting.

G10.9.2 CHAIR

The Board confirmed in office the Chair (G Camm) and the Deputy Chair (Professor G Upton) pursuant to Article 8.1.

G10.9.3 MINUTES OF THE LAST MEETING

Paper G10/9/1 was received.

The Board approved the unconfirmed minutes of the meeting held on 6 July 2010.

G10.9.4 MATTERS ARISING FROM THE MINUTES

G10.9.4.1 G10.7.13 – Appointments to the Board

The Board approved the appointment of Dr Martin Hagen to the Board of Governors.

G10.9.4.2 G10.7.5 – IT Partnership

The Vice Chancellor updated the Board on current discussions with Hewlett Packard regarding the University's preferred network provider; it was anticipated that the agreement would be signed shortly.

**G10.9.5 OPERATING ARRANGEMENTS AND BUSINESS PLAN
2010/2011**

Paper G10/9/2 was received.

G10.9.5.1 The Board received the paper setting out the operating arrangements and business plan for 2010/2011 noting the following amendments:

- B Rogerson was also chair of the Remunerations Committee

- M Hagen to be added to the list of governors in 2010/2011
- the Board lead on annual reports of the Audit Committee was the Chair of the Audit Committee.

G10.9.5.2 The Chair highlighted the advantages to the Board of the combined Academic Registrar/Clerk role which would enable more explicit joining up of the University's academic and corporate activities. She drew the Board's attention to the following areas during 2010/2011:

- risk assessment – the internal auditors report was due to be discussed at the November meeting
- accountability – further work was needed through strengthened engagement with the outcomes of the Audit Committee's activities
- horizon scanning – a new Sharepoint site was being developed to improve communication with, and between, governors and to provide an ongoing information resource about UWE and environmental issues
- policy formulation – the focus of recent away days had improved the Board's role. The HR Committee would need to focus on understanding the cultural journey that was UWE now on
- strategic thinking – more attention would need to be paid to data and key performance indicators at institutional and faculty levels.

G10.9.5.3 The Chair stressed that it was critical that the Board fully understood its role in governance and that it managed carefully the balance between executive and non-executive activities and responsibilities. The Vice Chancellor further emphasised that the Executive was looking to support the Board in striking this balance by ensuring that data was provided at the right level and within the terms of reference and responsibility of the Board. The Executive was committed to putting more options/choices to the Board at early stages of thinking whilst seeking to avoid crossing the governance/executive line.

G10.9.5.4 The Chair noted that in order to facilitate improved alignment between the Board and its sub-committees she would be holding informal meetings with the chairs of the sub-committees and the Clerk.

G10.9.5.5 The differentiation between the shape and actual academic character of the University was discussed. The Vice Chancellor stressed that it wasn't the Board's role to get into the detail of individual course content but to engage with the larger, more strategic, decisions about the broader academic strategy and portfolio. For example, the nature of what it meant to be a 'comprehensive university' was currently under discussion including how the generic attributes expected of the UWE graduate might be used to shape an integrated institutional academic strategy. The role of the Board was to set the framework of core values (e.g. widening participation, applied learning etc.) within which the consideration of options at the strategic level could be made – these were set out in the Strategic Plan and its supporting strategies which had been approved by the Board.

G10.9.5.6 The recent merger of the Finance and IT and Estates Committees into a single Finance Committee was highlighted as an issue in respect of the anticipated volume of business and concerns that financial issues could

dominate at the expense of consideration of estates and IT issues. It was suggested that additional meetings of the Finance Committee be scheduled immediately prior to Board meetings.

G10.9.5.7 It was **AGREED**:

- (i) to run an introduction to governors on the new Sharepoint site as soon as it was available (TJH)
- (ii) to schedule additional meetings of the Finance Committee (TJH)
- (iii) to bring the University's Academic Strategy to a future meeting of the Board (VC).

G10.9.6 ESTIMATES AND BUDGETS 2010/11

Minutes G10.9.6.1 to G10.9.6.3 are confidential to the Board.

G10.9.7 FINANCIAL FUTURES: 2011/12 AND BEYOND

Minutes G10.9.7.1 to G10.9.7.4 are confidential to the Board.

G10.9.8 MASTERPLANNING – UPDATE ON THE FRENCHAY CAMPUS MASTERPLAN AND THE OPTION STUDY ON AREA 4

Minutes G10.9.8.1 to G10.9.8.4 are confidential to the Board.

G10.9.9 MATTERS REFERRED BY ACADEMIC BOARD

G10.9.9.1 ACADEMIC GOVERNANCE FRAMEWORK

Paper G10/9/6 was received.

G10.9.9.1.1 The Board was informed that the Academic Board had, over the course of the 2009/2010 academic year, been developing a new framework for academic governance. The purpose of developing the framework had been to strengthen the role of Academic Board in having oversight of the University's academic standards and quality and to reflect the new faculty academic management structures.

G10.9.9.1.2 The Chair welcomed the paper and in particular the University's commitment to reducing the number of committees, opportunities for swifter decision making and the provision of fora for discussion of issues with staff and students. The Academic Board sub-structures had been populated.

G10.9.9.1.3 It was **AGREED**:

- (i) to ratify the academic governance framework for implementation from September 2010. (TJH)

G10.9.10 CHAIR'S REPORT

G10.9.10.1 The Chair noted the recent meeting with the Vice Chancellor at the University of Bristol to discuss shared issues of interest.

G10.9.11 VICE CHANCELLOR'S REPORT

Paper G10/9/7 was received.

G10.9.11.1 The Vice Chancellor updated the Board on his current round of institution-wide roadshows to engage with staff on all sites and set out the 2010/2011 priorities aligned to the Strategic Plan. He was particularly highlighting the need for everyone to understand the context within which UWE was operating. An ongoing communication strategy had been put in place to reinforce messages throughout the University.

G10.9.11.2 The Vice Chancellor reported on the following:

- (a) the 2010/2011 planning process would be challenging and would necessarily be focussed explicitly on the strategic plan, management information dashboards and the delivery of faculty and service actions against those and the delivery of efficiency savings. Finance and the Planning Office were working closely together to develop a joined up process for planning
- (b) risk management was a clearly identified priority for the Executive and the Board. The Vice Chancellor's report to the Board would be aligned to risk and the risk register to demonstrate how it was being managed from an Executive perspective. The risk register was also being used in discussions with the internal auditor to support faculty and service management teams in identifying and managing risks. Accountability for oversight of the institutional risk management process lay with the Vice Chancellor, Deputy Vice Chancellor (Resources) and the Vice Chancellor's Policy Officer. Each Executive Dean and Head of Service had in place a risk register which was monitored via Executive action and good progress was being made to further embed risk management throughout the University. The institutional risk register was very much work in progress and further work was being undertaken on population and presentation. The Audit Committee would have the opportunity to drill down into individual areas on a rolling basis
- (c) the annual health and safety report would be taken to the next HR Committee meeting and to the November meeting of the Board. The newly appointed internal auditors had reviewed health and safety and a report would be made to the Board although it was unlikely this would be available for the October meeting of the HR Committee.

G10.9.11.3 The Vice Chancellor noted the following areas of personal concern:

- ongoing uncertainty around sector finances and UWE's response
- HR and staff relationships - getting the corporate messages right during a period of significant change
- management capacity – the new team was engaged in a significant change management programme within an extremely challenging financial context.

Overall, however, the Vice Chancellor had confidence in UWE's ability to rise to the challenges but stressed it would require considerable hard work on the part of staff. The Board should expect there to be more 'noise' as changes were implemented and they should have confidence

in the Executive to bring issues of importance to their attention. Issues brought to the individual attention of Board members should be referred to the Vice Chancellor without exception. It was essential that the Board and the Executive held a common line throughout the months ahead.

G10.9.11.4 It was **AGREED**:

- (i) that if possible the internal audit report of health and safety should be made available to the October meeting of the HR Committee (VC)
- (ii) the Board should receive regular updates via the Vice Chancellor's report on reportable health and safety accidents and that the Executive should monitor trends (VC)
- (iii) the February meeting of the Board should include presentations from each of the Executive Deans on current activities and future plans followed by supper. (TJH)

G10.9.12 POTENTIAL LAND TRANSACTIONS

G10.9.12.1 T Smallwood, J Laycock and G Camm declared an interest in St Monica's Trust which had made an offer on the St Matthias campus for which tenders had now closed.

G10.9.12.2 The Board received updates on the following matters:

- an unsuccessful bid had been submitted for land which has subsequently been bought by Crest Nicholson to satisfy a 106 condition. UWE was now working with Crest Nicholson and South Gloucestershire on a proposal whereby Crest Nicholson would develop sports pitches on the land to be operated by UWE and potentially worth £1.6M
- an accepted offer on an additional piece of land (seventeen acres at £15K per acre and within the Vice Chancellor's delegations) adjacent to the M32 which tied up with other land owned by Bristol City Council.

G10.9.13 HIGH LEVEL MONTHLY FINANCIAL MONITORING REPORT FOR 2009/2010

Paper G10/9/8 was received.

The Board received the monthly financial report for August 2010.

G10.9.14 DATES OF FUTURE MEETINGS

Tuesday 23 November 2010 (at Hartpury College)
Tuesday 1 February 2011
Tuesday 29 March 2011
Wednesday 13 April 2011 (and previous evening)
Tuesday 24 May 2011
Tuesday 12 July 2011