

## BOARD OF GOVERNORS

Minutes of the meeting of the Board of Governors held at 5.30pm on Monday, 7 July 2008 in Room 1B1, Bower Ashton campus

Present: Ray Burton (Chairman), Chris Booy, Nigel Costley, Peter Daw, Ruth Drysdale, Sherrie Eugene, Dr Jane Harrington, Matt Hughes, Dom Passfield, Rt Rev Barry Rogerson, Prof Bhupinder Sandhu, Lise Seager, Louis Sherwood, Graham van der Lely, Prof Steve West

Apologies: Bob Barnett, Rosamund Blomfield-Smith, Iain Gray

In Attendance: Prof Geoff Channon (for minutes G08.7.9-12), Prof Rob Cuthbert, Warwick Jones (for minutes G08.7.13-15), Bill Marshall (for minutes G08.7.16-22), Dr Richard O'Doherty (for minutes G08.7.13-15), Katie Owen-Jones, John Rushforth

## DECLARATIONS OF INTEREST

G08.7.1 Members declared the following interests: the Chairman as a member of the Board of the Office of the Independent Adjudicator (agenda item 19a); Jane Harrington as a member of the Business School Executive (agenda item 7); and, Graham van der Lely as Chairman of Hartpury College (agenda item 6b).

## APPOINTMENTS

G08.7.2 Noted, Paper G08/7/1, recommendations from the Nominations Committee for appointments and re-appointments to the Board. The Board:

- i) **RE-APPOINTED** Barry Rogerson and Lise Seager as independent governors for a further term, to be reviewed annually;
- ii) **APPOINTED** Gillian Camm as an independent member of the Board with immediate effect;
- iii) **RE-APPOINTED** Dom Passfield as a member of the Board, and congratulated him on his re-election as SRC President;
- iv) **AUTHORISED** the Chairman to appoint on its behalf Academic Board's nominee to replace Professor Fudge and the second student governor following an election.

Gillian Camm joined the meeting at this point and was welcomed.

## MINUTES

G08.7.3 An amended version of the minutes of the meeting of the Board on 26 February 2008 was tabled. The minutes of the meetings held on 26 February and 10 March 2008 were confirmed as correct records.

## COUNTRYSIDE AND COMMUNITY RESEARCH INSTITUTE (CCRI)

G08.7.4 Further to minute G08.3.2, the Deputy Vice-Chancellor, John Rushforth,

reported that the Commission for Rural Communities had since decided not to co-locate with the CCRI, which was disappointing. Consequently, discussions had been held with HEFCE and the RDA about the development of a rural affairs network covering the whole of the South West region. That was now being explored with other institutions in the south of the region, with a view to submitting a bid later in the year. Discussions were at an early stage and location and other matters had not yet been decided. It was noted that Hartpury College would be making a claim to the CRC towards the costs incurred for a new building, and might request the University's support for that.

## **SUSTAINABILITY STRATEGY**

G08.7.5 Received, Paper G08/7/2, revised sustainability targets and their inclusion in the Sustainability Strategy (minute G08.3.9).

G08.7.6 It was noted that UWE was in third position in the annual universities' green league. The Board congratulated those involved as it recognised the work done and investment made. The University had also been rated eighth in the league of green IT universities in 'Computing' magazine.

Minutes G08.7.7 - 8 are confidential to the Board.

## **UWE FEDERATION**

G08.7.9 Received, Paper G08/7/3, giving an overview of progress with the UWE Federation and plans for its further development. Professor Channon presented the papers, drawing particular attention to: the review that had been conducted into the purpose, activities and benefits of the Federation; the shift in the relationship with FE partners; raising awareness and commitment within faculties; and future developments. There were now 13 partners, 36 validated programmes – rising to 55 by September, 371 student FTEs (full-time equivalents) in 2007/08, and 60% of UWE Federation students had taken up bursaries.

G08.7.10 The Board welcomed and was re-assured by the huge advances that had been made. Governors' questions included the quality of students coming through Federation colleges, progression to UWE and the preparation and support needed by students, and some of the student numbers. It was noted that the University had considerable experience of students moving in from, for instance, Access courses, but it was also important to recognise Foundation Degrees as a qualification in their own right. The University was working with colleges in a new, multi-lateral way, which encouraged them to work together rather than in competition, and was also benefiting from the colleges' long experience of working with employers to support its own developments in this area. In answer to a question, most of the colleges had other HE partners, many of which were of long standing. As the University was returning late to partnering with FE colleges, it would not want to restrict itself only to those wanting an exclusive partnership. Although there were no apparent tensions, it was thought that some might reduce the number of partners over a period. The Board thanked Professor Channon for the report and discussion and agreed it was helpful to understand more about the Federation.

G08.7.11 **Hartpury College:** Received, Paper G08/7/4, a note on the background to and process for a review of the academic relationship between the University and Hartpury College. Other aspects would be considered separately. It was

confirmed that the report of the review would be brought to the Board of Governors.

Agenda item 18a was taken at this point.

### **QAA INSTITUTIONAL AUDIT**

G08.7.12 Professor Channon introduced the briefing note on the QAA Institutional Audit that would take place in March 2009 (Paper G08/7/16). The Board noted: the focus on enhancement rather than audit, and on strategy; that the University had strengths that it would emphasise, but would also be open about its weaknesses; and, the significance of the audit for the University and its reputation. The process leading up to the review would be open and inclusive.

### **BRISTOL BUSINESS SCHOOL**

G08.7.13 Warwick Jones, Executive Dean of the Bristol Business School (BBS), and Dr Jane Harrington and Dr Richard O'Doherty, Associate Deans, attended to present the vision and plan for the strategic development of the Business School over the next ten to fifteen years. An outline paper had been circulated in advance (Paper G08/7/5). The presentation covered: the context and the current position of the Business School; a three-phase plan to becoming a leading international business school by 2023; teaching and learning and the academic portfolio; research and the development of centres; key initiatives to be pursued, including international; the importance of external accreditation; and a new Business School building which would be essential for it even to maintain its current position in comparison with others.

G08.7.14 In the discussion that followed, Governors raised a number of issues, including the following.

- The BBS strategy would need to be set in the context of the UWE vision and strategy.
- The need to ensure that UWE became a regional leader in business and to lead the agenda not to follow on. Most important in this would be working with other faculties.
- A new building had not yet been costed and a business plan not yet prepared. It would be part of the overarching masterplan for the institution as a whole so that it was set in context for all staff, and would be an investment by the University as part of the transformation of the estate more broadly and the realisation of the vision. As with all such projects, BBS could not be expected to fund a new building itself. While the examples provided had been helpful, it was suggested that the Executive might not be aspirational enough in terms of a building.
- In a very competitive market, BBS's distinctive offer. User engagement was still strong and could be built on, part of which was the opportunity to collaborate across the University to meet external needs. BBS would also further diversify its provision. It could also benefit from international developments and wanted to increase its overseas income to 20% quite quickly. Essentially it would build on existing strengths.
- The need for development before the necessary accreditation was a possibility.
- Explanation of the graduate employment figures, which needed to be clarified in the paper.
- Beyond this, the University would work with the University of Bristol, the RDA, and the business community to promote Bristol overseas, and part of that would be as a centre for higher education.

- G08.7.15 The Chairman thanked the Business School Executive for the presentation and the discussion, and the work they had put into preparing the plan. The Board supported the general direction being proposed and looked forward to receiving more detailed plans in due course, particularly for a new building.

Minutes G08.7.16 - 18 are confidential to the Board.

Agenda items 20 and 11 were taken at this point.

### **UWE COMPANIES AND DIRECTORS**

- G08.7.19 Noted, Paper G08/7/20, a listing of the companies wholly owned by the University and their directors, and those in which it had a minority interest.
- G08.7.20 The Board **APPROVED** the formation of a new company: Bristol Graduate School of Management.

Minutes G08.7.21 – 22 are confidential to the Board.

### **UWE CHARTER**

- G08.7.23 Dr Jane Harrington, who had led the Charter project with the Director of Student Services, presented the proposed final version of the UWE Charter, Paper G08/7/7. She explained the wide consultation within the University, both through membership of the Steering Group and various committees, and the Students' Union had been involved in the drafting. It was, though, important to recognise this as a starting point that would be developed further over time. Academic Board had endorsed the Charter in principle, but had raised some issues to be taken into consideration in its future development, such as: that it appeared to be too focussed on the undergraduate student and how it applied to UWE Federation students. The Vice-Chancellor reported that in reviewing the Charter, the senior management team (SMT) had been concerned about risk of exposure to legal challenge. Since then legal advice had been taken and revised wording was being worked on to reduce that risk.
- G08.7.24 Governors raised a number of points: the apparent imbalance between commitments by the University and the University's expectations of students; that references to inclusivity should specifically mention all under-represented groups; and, that a summary, 'headline' version might be produced (it was explained that the final version would be better formatted and illustrated). The Board recognised that a substantial amount of work had been undertaken and thanked the Group, particularly Jane Harrington and Theresa McGoldrick, for its hard work. Whilst it supported the Charter in principle, it also had some reservations about the possible legal consequences and the potential exposure of the University. A revised final document, to address the legal and other issues that had been raised, was to be circulated to the full Board for comment and approval before being published.

### **CORPORATE ETHICS POLICY**

- G08.7.25 The final draft Ethics Policy for the University was received (Paper G08/7/8). The Deputy Vice-Chancellor, Professor Cuthbert, briefly introduced the policy. He reported that, following extensive consultation, one or two points had been raised which might require minor amendments to the document. It also required final consideration by Academic Board.

- G08.7.26 In response to a question, it was explained that it was not intended that the policy would be rigid in prescribing the University's activities and attitudes on ethical grounds. Rather, it was designed to help ensure that ethical issues were exposed and considered appropriately, with each decision residing with the appropriate authority, but providing guidance to those authorities. Governors asked a number of other questions and raised some points that would be addressed in the final version. These included:
- clearer definition of the advisory panel, its operational and monitoring mechanisms – specifically, it should include at least one lay governor and its relationship to the Board of Governors needed to be clarified;
  - the importance of decisions being made at the right level;
  - although the paper was very comprehensive, it was suggested that it might be provided in a more accessible format in order to reach all areas of the University so that staff and students were aware of it.

The Board supported the aspirations and intentions of the policy, and asked that the final policy and an implementation plan be brought to the Board for approval in November.

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

- G08.7.27 Noted, Paper G08/7/9, a report from the Vice-Chancellor.

#### **HEALTH AND SAFETY ANNUAL REPORT**

- G08.7.28 It was reported that the annual report was not yet completed. The Chairman emphasised that an annual report must be made to the summer meeting of the Board each year in order to help it fulfil Governors' statutory obligations. The annual report for 2007 was required for the next Board meeting, which Professor Cuthbert committed to providing.
- G08.7.29 It was also suggested that, given the Board's responsibility for health and safety, there should be a standing item on each agenda for a report from the Executive to be made on any recent incidents or accidents. The Deputy Vice-Chancellor, Professor Cuthbert, reported on a recent accident involving the employee of a contractor who had fallen through a skylight while working on a roof. Investigation was not yet complete, but it appeared that the employee had not followed instructions from the employer, who appeared to have complied with the University's requirements of its building contractors. The employee had suffered a broken arm or wrist but it was believed he had no other injuries.

#### **RISK MANAGEMENT**

- G08.7.30 The Board received a revised Risk Management Policy and related papers (Paper G08/7/11), and noted that discussion was to be deferred to the Governors' awayday on 8 July.

#### **LOCAL GOVERNMENT PENSION SCHEME**

- G08.7.31 A report on the use of discretions in relation to the Local Government Pension Scheme (LGPS), Paper G08/7/12, was received. The Deputy Vice-Chancellor, Professor Cuthbert, explained that the University was obliged to make such a policy statement, and that the underlying principle was that discretions would only be used if of no cost to and in the best interests of the University. In response to a question, he would check whether the University's approach was likely to have any impact on the University's contribution to the

Scheme. Subject to that, the Board **APPROVED** the statement on the use of discretions in relation to the LGPS.

#### **CHAIRMAN'S REPORT**

- G08.7.32 Noted, Paper G08/7/13, a report on action taken since the last meeting by the Chairman, the Emergency Committee and others on behalf of the Board.
- G08.7.33 The Board noted the current specific delegations of authority to the Chairman, the Emergency Committee and others (Paper G08/7/14). The Chairman had asked the Clerk to remove the older delegations from the list given the time that had elapsed.

#### **COMMITTEES OF THE BOARD OF GOVERNORS AND JOINT COMMITTEES**

- G08.7.34 The Board received and noted the unconfirmed or draft minutes or reports of the following meetings (Paper G08/7/15):  
Joint Diversity Committee – 7 May 2008  
Joint Student Affairs Committee – 12 May 2008  
Personnel Committee – 19 May 2008  
Strategic Planning Advisory Group – 29 May 2008  
Estates Committee – 2 June 2008  
Finance and IT Committee – 9 June 2008  
Audit Committee – 16 June 2008  
Nominations Committee – 30 June 2008
- G08.7.35 **Nominations Committee:** The Chairman reported on the Committee's discussion on succession planning. He did not intend to continue as Chairman after December 2009, and Professor Sandhu would relinquish the Deputy Chairmanship before the end of 2008 but would remain as a Governor until the appointment of a new Chancellor, ie by the end of the 2008-09 academic year. A proposal for the appointment of a new Deputy Chairman from January 2009 would be brought to the Board. He also reported that the Committee had identified three candidates as potential new governors and was pursuing enquiries which would be progressed as a matter of priority. He had asked Gillian Camm to review the current governance arrangements and she would present her thoughts to the Board at its awayday.
- G08.7.36 **Estates Committee:** The Estates Committee had recommended the Travel Plan to the Board for approval. The Deputy Vice-Chancellor, John Rushforth, reported on discussions with the Unions about the increase in car parking charges, and a letter to the Board from Unison was tabled. The Board **APPROVED** the Travel Plan subject to the finalisation of negotiations over the car parking fees, the Board to be informed should the levels proposed be changed.

#### **ACADEMIC BOARD**

- G08.7.37 Noted, Paper G08/7/17, the minutes of the meetings of Academic Board on 27 February, 23 April and 11 June 2008.
- G08.7.38 **Academic Board Governance:** The Board **APPROVED** the following changes to Academic Board governance arrangements and related matters:  
i) the revised Academic Board Scheme of Membership;  
ii) the proposed Academic Board committee structure, with the exception of the Professorial Committee and Honorary Degrees Committee on

- which the Chairman had raised a number of issues with the Vice-Chancellor that needed further discussion; and,
- iii) the revised election procedures subject to further minor alterations.

G08.7.39 **Academic Regulatory Framework:** The Board **DELEGATED AUTHORITY** to the Chairman to give assent on behalf of the Board to changes to the Academic Regulations within the Regulatory Framework, subject to wider consultation with Governors should that be deemed necessary by the Chairman.

### **COMPLAINTS**

G08.7.40 Noted, an interim report on complaints referred to the Office of the Independent Adjudicator in 2007-08 (Paper G08/7/19).

Minute G08.7.41 is confidential to the Board.

### **CORPORATE SEAL**

G08.7.42 The Board noted documents sealed since the last meeting:  
Bower Ashton redevelopment: Sub-contractor warranty agreement  
Collateral warranty agreement: residences at Frenchay campus – Otis Ltd

### **REGISTER OF INTERESTS**

G08.7.43 Noted, that the Clerk would be writing to members asking them to update their entries in the Register.

### **CALENDAR OF MEETINGS 2008/09**

G08.7.44 A revised draft calendar was tabled. It would be finalised as soon as possible.

### **PETER DAW**

G08.7.45 On behalf of the Board, the Chairman thanked Peter Daw for his contribution to the Board over the past year and wished him well for the future. Peter also thanked the Board. He had enjoyed his time as a Governor and regretted that he was not continuing.

Meeting closed 8.30pm.