

BOARD OF GOVERNORS

Minutes of the meeting of the Board of Governors held at 5.00pm on Monday, 9 July 2007 in Room 2Q33a, Frenchay campus

Present: Ray Burton (Chairman), Bob Barnett, Prof Alan Bensted, Rosamund Blomfield-Smith, Chris Booy, Jonathan Bradley, Nigel Costley, Ruth Drysdale, Iain Gray, Matt Hughes, Sir Howard Newby, Dom Passfield, The Rt Revd Barry Rogerson, Prof Bhupinder Sandhu, Lise Seager, Graham van der Lely

Apologies: Sherrie Eugene

In Attendance: Prof Rob Cuthbert, Katie Owen-Jones, John Rushforth, Prof Steve West

Prior to the business meeting, there was a private meeting for the Board of Governors to discuss matters relating to the Vice-Chancellor's announcement of his resignation.

MEMBERSHIP

G07.7.1 The Chairman welcomed Chris Booy and Dom Passfield to their first meeting of the Board.

MINUTES

G07.7.2 The minutes of the meeting held on 26 March 2007 were confirmed as a correct record.

COUNTRYSIDE AND COMMUNITY RESEARCH INSTITUTE

G07.7.3 Further to minute G07.7.20, the Deputy Vice-Chancellor, John Rushforth, reported on progress with the establishment of the Institute since the last meeting.

LAND EAST OF COLDHARBOUR LANE

G07.7.4 Further to minute G07.7.39, the transfer of agreements from the Wallscourt Foundation to BPE (Developments) Ltd had been completed.

STRATEGIC PLAN AND ENABLING STRATEGIES

G07.7.5 Noted, Paper G07/7/1, a report on progress with work on the strategic plan and enabling strategies.

ESTATES STRATEGY

G07.7.6 Received, Paper G07/7/2, the final version of the Estates Strategy. The Deputy Vice-Chancellor, John Rushforth, introduced the paper drawing attention to the main projects identified, and that one of the key aims was to improve the quality of accommodation generally. Once the strategy was

approved, the next stage would be detailed work on costings and prioritisation within the overall financial envelope available. He also reported on a recent opportunity that had arisen and was being explored with other organisations, which might affect the strategy and he emphasised the need to retain flexibility to respond to such opportunities. The strategy had already been considered by the Estates, Finance and IT, and Joint Policy and Resources Committees all of which had supported the general direction set out.

G07.7.7 Members welcomed the paper. Their comments included: that it was unlikely that all the work outlined could be realised; the need for increasing the utilisation of buildings; the importance of flexibility, but that adjustments to accommodate new developments would need to come back to the relevant committees and the Board. There was a brief discussion about the possible impact of the new opportunity should the University pursue it. Members thanked everyone involved in developing the strategy.

G07.7.8 The Board **APPROVED** the Estates Strategy and gave authority to officers to develop business cases to support each individual project within the strategy for consideration by the relevant committees.

INTERNATIONALISATION STRATEGY

G07.7.9 Received, Paper G07/7/3, the final version of the Internationalisation Strategy, and examples of working drafts of the business and implementation plans that were being developed for each strand and each country. The Vice-Chancellor introduced the strategy, commenting in particular on the five main strands and the emphasis on a relatively small number of long-term and broad relationships in particular countries. A number of committees had been consulted about the strategy which was recommended to the Board by the Joint External Relations Committee.

G07.7.10 It was noted that the main focus of the paper appeared to be on developments outside the EU. It was clarified that most of the strands related to work in Europe as well as worldwide, with the exception of the recruitment strand, but the paper would be looked at again to make sure that that came through. Members also commented on some of the targets and whether they were sufficiently challenging, but understood that these were initial targets that would be reviewed again as plans were implemented.

G07.7.11 The Board **APPROVED** the Internationalisation Strategy and supported the development of business and implementation plans as indicated in the paper.

RESEARCH STRATEGY

G07.7.12 Received, Paper G07/7/4, the Research Strategy which had been approved by Academic Board. The Vice-Chancellor presented the strategy, describing how it had been developed and the main points it covered. He emphasised that, rather than providing a comprehensive way forward, it raised a range of issues which would need to be returned to in the future, and particularly once the outcome of the research assessment exercise (RAE) was known.

G07.7.13 The Board was pleased to have an opportunity to see the strategy. The increase in research income was noted. There was a brief discussion about the RAE, areas that had received financial support to help develop research, and the possibility of more external support in future for applied research. The Board **ENDORSED** Academic Board's approval of the Research Strategy.

KNOWLEDGE EXCHANGE POLICY

- G07.7.14 The Knowledge Exchange Policy, Paper G07/7/5, was received. The policy was recommended by the Joint External Relations Committee and had been approved by Academic Board. The Deputy Vice-Chancellor, John Rushforth, presented the paper pointing out that it was a holistic policy involving academic staff and students from throughout the University working with external individuals and organisations, and building on the strengths of work already being done in this area. It complemented other strategies such as those for learning, teaching and assessment, research and internationalisation.
- G07.7.15 Members supported the aims set out in the policy, saw that it was an area in which the University should excel and encouraged the further development of this work as soon as possible. They also commented on the importance of advisory groups involving external stakeholders that could help to inform a corporate approach to different sectors and organisations to guide developments. There would need to be close connections between the implementation of this policy and the research strategy, but the Knowledge Exchange Policy also covered continuing professional development (CPD) and other teaching. It was noted that it was important that this fed into the HR strategy. The Board **APPROVED** the Knowledge Exchange Policy, thanking those involved for the work that had gone into the development of the policy.

CORPORATE ETHICS POLICY

- G07.7.16 A revised paper reflecting the discussion at the Board's awayday was received, Paper G07/7/6. The Deputy Vice-Chancellor, Professor Cuthbert, introduced the paper. It was important that such a policy was widely owned in the University, and the paper would be circulated for consultation and further development.
- G07.7.17 Governors considered the paper much improved. They commented on the following: the role of the Ethics Advisory Committee and clarifying its relationship with other bodies including the Board; that careful thought needed to be given to the references to working with animals; the links between the policy and a UWE charter; how the policy would recognise cultural differences; that the section on diversity might be expanded prior to further consultation. There was a discussion about implementing a policy and making this a relevant and living document for staff and students, that was owned and regarded as a guide to how to behave and operate, as well as guiding policy and other developments. It would be important to raise awareness and 'ethical literacy' amongst staff and students, and that would need to be done in different ways with different groups. For example, for students it might be included in the Graduate Development Programme.
- G07.7.18 The Board thanked Professor Cuthbert for the paper. It agreed the paper as the basis for University-wide consultation leading to an Ethics Policy. The paper would first be considered by Academic Board and then referred to faculties, services and the Students' Union, before a policy was brought back to the Board via Academic Board.

CORPORATE PLANNING STATEMENT

- G07.7.19 Noted, Paper G07/7/7, the draft corporate planning statement for submission to HEFCE alongside the annual monitoring statement and financial forecasts.

VICE-CHANCELLOR'S REPORT

- G07.7.23 Received, Paper G07/7/9, a report from the Vice-Chancellor on matters recently considered by the management group including, progress on some of the key strategic priorities on which he had recently made a series of presentations to staff. Also provided was a contextual paper which would be used as the basis for wider discussion within the University as the vision, mission and priorities were developed (Paper G07/7/25).
- G07.7.24 The Vice-Chancellor commented briefly on the following:
- student recruitment, which was a mixed picture;
 - UWE's position in the Green League of UK Universities – whilst this was good news, the management group recognised that there was much more to be done on sustainability as indicated at the awayday.
- There was as yet no clear view of the impact of the new Department for Innovation, Universities and Skills (DIUS), but it was hoped that it was an opportunity for greater integration of those elements and particularly to mainstream the knowledge exchange agenda. The changes announced to student financing were welcomed.

HEALTH AND SAFETY ANNUAL REPORT

- G07.7.25 The annual report for 2006 on health and safety was received (Paper G07/7/10) and introduced by the Deputy Vice-Chancellor, Professor West. He drew the Board's attention to: provision for first aid and that further work was being done to assess exposure for coverage of minor incidents and how best to address the risks; the high number of fire alarm activations in student residences and work being done on this with Accommodation Services, the Fire Service and others; the University was always keen to improve its performance in health and safety, but benchmarking was difficult; and, issues identified by the Health and Safety Management Group. The Board welcomed the report, and found the format useful. Members asked that there should be a planned timeframe for improvements so that achievement could be monitored easily, and the Deputy Vice-Chancellor would take that back to the Management Group.

RISK REGISTER

- G07.7.26 The Audit Committee had suggested that the Board should receive the risk register in its new format so that it was aware of the progress that had been made. The current risk register, Paper G07/7/11, was received. The Deputy Vice-Chancellor, Professor West, presented the register and reported on the work over the past 12 to 18 months. He felt that this was now a document that supported senior managers in identifying and mitigating risks. There had been a discussion at the Audit Committee meeting about the grading system, which it had been decided to leave as it was for now but to review in the future. A new electronic system was being developed which was being trialled and would then be rolled out across the University. The key risks were noted. The Chairman of the Audit Committee confirmed that the Committee was pleased with the good progress made.
- G07.7.27 It was important that the Board had an opportunity to discuss how it addressed risk itself and how it met its responsibilities set out in the risk management policy. This would be returned to at a future meeting once preliminary work had been undertaken.

COMPLAINTS

- G07.7.28 **UWE Complaints Procedure:** Received, Paper G07/7/12, a proposed complaints procedure for the University. Mr Bradley presented the procedure which was one strand of the Student Experience Project. The aim of the new procedure was to: enable the University to use complaints as a resource to help improve provision; ensure that complaints were dealt with as closely as possible to the source; and, clarify procedures and responsibilities at faculty and central level to respond more quickly and effectively to complaints. A dedicated senior post was being put in place to oversee the procedures. The Board welcomed the paper and **APPROVED** the new Complaints Procedure to be introduced from September 2007.
- G07.7.29 **Annual Report on Complaints, 2005-06:** Noted, Paper G07/7/13, the annual report on complaints received under the general procedures during 2005-06.
- G07.7.30 **Office of the Independent Adjudicator (OIA):** Noted, Paper G07/7/14, a report on complaints referred to the OIA by students and former students of the University so far in 2006-07, and the resulting recommendations.

SAFEGUARDING CHILDREN AND VULNERABLE ADULTS

- G07.7.31 Paper G07/7/15, a draft policy on safeguarding children and vulnerable adults, was received. The Clerk reported that the policy had been drawn up by a working group to help ensure that the University was fulfilling its responsibilities, drawing on external advice and guidance. Comments and suggestions from the Board were invited before the draft was circulated for consultation within the University. The Vice-Chancellor observed that this was a sensitive issue that it was important to address. The Board endorsed the approach being taken, and delegated authority to the Chairman to approve the final version of the policy on the advice of the Vice-Chancellor.

APPOINTMENTS TO THE BOARD

- G07.7.32 Received, Paper G07/7/16, recommendations from the Nominations Committee for the appointment of members of the Board, co-opted members of committees, and committee chairmen. The Board noted the current vacancies as set out. The Board:
- i) **RESOLVED** to re-appoint Bob Barnett, Rosamund Blomfield-Smith and Sherrie Eugene for a further term;
 - ii) **RESOLVED** to appoint Dom Passfield, SRC President, as a member of the Board;
 - iii) **AGREED** to delegate authority to the Chairman to confirm the appointment of Academic Board's nominees when those came forward;
 - iv) **AGREED** to delegate authority to the Chairman to confirm the appointment of the second student governor once an election had been held;
 - v) **AGREED** to delegate authority to the Chairman to appoint to the Board a nominee from Filton College should that come forward before the next meeting of the Board;
 - vi) **AGREED** to delegate authority to the Nominations Committee to identify and nominate a governor representative to Filton College's governing body, should that be necessary before the next meeting of the Board;
 - vii) **RESOLVED** to appoint as co-opted members of committees: Cedric Clapp to the Audit Committee, and Sharon Witherspoon to the Joint External Relations Committee;

- viii) **APPOINTED** Chris Booy as Chairman of the Estates Committee;
- ix) delegated authority to the Chairman to appoint any new governors to committees.

GOVERNANCE REVIEW

G07.7.33 **Progress Review of Governance Arrangements:** A summary of the discussion and feedback from the progress review of arrangements introduced for 2006/07 was received (Paper G07/7/17), including proposed further actions. The suggested further actions were **AGREED** to be appropriate.

G07.7.34 **Adjustments to Current Structures and Arrangements:** A paper setting out outline proposals for changes arising from the progress review was received, Paper G07/7/18. The changes covered: the Academic Board Scheme of membership; the committee structure; and, the purpose, terms of reference and membership of some committees. The Board **APPROVED IN PRINCIPLE** the proposals, and delegated authority to the Chairman and the Vice-Chancellor as Chair of Academic Board to approve the detailed changes, consulting with members as appropriate.

CHAIRMAN'S REPORT

G07.7.35 The Board noted the current specific delegations of authority to the Chairman, the Emergency Committee and others (Paper G07/7/19).

COMMITTEES OF THE BOARD OF GOVERNORS AND JOINT COMMITTEES

G07.7.36 The Board received and noted the draft minutes or reports of the following meetings (Paper G07/7/20):
 Joint Policy and Resources Committee – 30 April, 21 May and 21 June 2007
 Joint Student Affairs Committee – 14 May 2007
 Nominations Committee – 23 May 2007
 Joint Diversity Committee – 23 May 2007
 Estates Committee – 4 June 2007
 Finance and IT Committee – 11 June 2007
 Joint External Relations Committee – 19 June 2007
 Audit Committee – 25 June 2007
 Personnel Committee – 2 July 2007

G07.7.37 **Nominations Committee:** The Board **ENDORSED** the following papers recommended by the Nominations Committee (Paper G07/7/20, Appendix I): a 'skill set' for the Board; role descriptions; and the appointment process for lay governors.

ACADEMIC BOARD

G07.7.38 Noted, Paper G07/7/21, the minutes of the meeting on 16 May 2007.

FILTON COLLEGE

G07.7.39 Received, Paper G07/7/22, a request from Filton College to use the description "an associate college of UWE". The Vice-Chancellor explained that Filton College would welcome a closer link with the University for branding and student progression reasons; the main differences between associate college status and membership of the UWE Federation; and, the benefits to the University, particularly the opportunity for shared use of sports facilities. He had consulted

the Principal of Hartpury College, currently the only associate college, whose main concern had been about potential competition in one discipline area about which the Vice-Chancellor had given him a guarantee. The Vice-Chancellor thought it unlikely that any other FE college would move in this direction. Outstanding matters of governance would be resolved in drawing up the agreement. The Chairman of Hartpury College asked that if this went ahead, there should be open and constructive communication between the University and the colleges and a process be put in place to enable that. He also asked about representation on Academic Board, which would be taken up by the Vice-Chancellor. The Board **APPROVED** Filton College's request that it be permitted to use the description "associate college of UWE".

UWE COMPANIES AND DIRECTORS

- G07.7.40 Noted, Paper G07/7/23, the University's companies and their directors.

CORPORATE SEAL

- G07.7.41 The Board noted documents sealed since the last meeting:
Put option agreement with Bristol Polytechnic Enterprises (Developments) Ltd
Assignment of put option agreement: Bristol Polytechnic Enterprises (Developments) Ltd and AIB Group (UK) Ltd
Deed of variations covenant and consent: Wallscourt Foundation and Bristol Polytechnic Enterprises (Developments) Ltd
Sub-contract order: Taylor Woodrow Construction Ltd (public art project, Bristol Harbourside)

REGISTER OF INTERESTS

- G07.7.42 The Clerk would be writing to members asking them to update their entries in the Register.

CALENDAR OF MEETINGS

- G07.7.43 Members noted the calendar of committee meetings in 2007-08, Paper G07/7/24.

DATE OF NEXT MEETING

- G07.7.44 10 March 2007.

MEMBERS

- G07.7.45 The Chairman reported that Martin Palmer had informed him of his resignation from the Board because work commitments meant that it was increasingly difficult for him to attend meetings. On behalf of the Board, the Chairman thanked Mr Palmer for his contribution over the last few years. He also thanked Akram Habib and Jamie Weeks for their work on the Board and committees in the past year.

Meeting closed 8.00pm.