

## **BOARD OF GOVERNORS**

Minutes of the Board of Governors meeting held on Tuesday 19 July 2016.

**Present:** Gillian Camm (Chair), Jenny Body, Chris Booy, Ahmd Emara (until G16.07.23), Rob Fraser, Dr Martin Hagen, Richard Holmes, Mark Mason, Sonia Mills, Simon Moore, Professor Steve Neill (until G16.07.23), Graham van der Lely, Professor Steve West (until G16.07.23).

**Apologies:** Professor John Craven, Sandy Forbes, Professor Alex Gilkison, David Lamb, Jocelyn McNulty.

**In Attendance:** Delia Bean (until G16.07.23), Debbie England (for G16.07.8), Christine Gledhill (Deputy Clerk), Professor Jane Harrington (until G16.07.23), William Liew (until G16.07.23), Helen Lloyd Wildman (Clerk, until G16.07.23), Bill Marshall (until G16.07.23), Jo Midgley (until G16.07.7), Valerie Russell Emmott (for G16.07.8), Esther Williams (for G16.07.7).

### **G16.07.1 MEMBERSHIP**

#### **G16.07.1.1 Governor Appointments**

On behalf of the Board, the Chair welcomed Ahmd Emara, SU President, to his first meeting.

G16.07.1.2 Following full and careful consideration of the recommendation of the Nominations and Governance Committee, Members unanimously **approved** the appointment of Clive Lewis to the Board of Governors with effect from 1 August 2016 for a period of three years. Mr Lewis will serve on the Strategic Planning and Performance Committee and the Student Governor Forum.

#### **G15.07.1.3 Academic Board Nominee**

Members received the Vice Chancellor's nomination from the Academic Board of Donna Whitehead, Pro Vice-Chancellor and Executive Dean, Faculty of Business and Law for membership to the Board of Governors.

The nomination was **approved**.

#### **G16.07.1.4 Term of Office Renewals**

Following due and careful consideration, the following recommendations of the Nominations and Governance Committee were **approved**:

- i. Dr Martin Hagen to serve for a third term of office to 31 July 2019
- ii. Mr David Lamb to serve for a second term of office to 31 July 2019
- iii. Ms Jocelyn McNulty to serve for a second term of office to 31 July 2019.

#### **G16.07.1.5 Succession Planning**

The Chair reminded Members of the email circulated to them on her behalf informing of her decision to step down as an Independent Member upon the appointment of a new Chair of Governors.

G16.07.1.6 Members noted that the Clerk would provide details of the role description and the nominations process in the coming week.

**ACTION: Clerk to the Board**

- G16.07.1.7 Members were invited to convey expressions of interest in the role of Chair to the Clerk in the first instance.

**G16.07.2 DECLARATIONS OF INTERESTS**

None received.

**G16.07.3 MINUTES AND MATTERS ARISING**

*Paper G16/07/01 was received.*

Members approved the minutes of the meeting held on 16 March 2016.

There were no matters arising that were not to be dealt with in the business of the meeting.

**ITEMS FOR DISCUSSION**

**G16.07.4 Vice-Chancellor's Update**

*Paper G16/07/02 was received.*

- G16.07.4.1 Members noted the content of the report and received an update from the Vice-Chancellor on the University's response to the referendum result to leave the EU.

- G16.07.4.2 Members noted the following in particular:
- i. The referendum result to leave the EU was being worked through at government level. Activity included:
    - a. Greg Clark appointed Secretary of State for Business, Energy and Industrial Strategy. Mr Clark was familiar with the university sector
    - b. Jo Johnson reappointed as Minister of Universities and Science and the reappointment provided welcome continuity; however, specialist advisers had been removed so there would be a need to build new relationships
    - c. New Prime Minister recently elected – it was anticipated that more would be known of the government's priorities at the November budget;
  - ii. UUK and the University Alliance were positioning themselves to continue to influence government departments;
  - iii. The government was clear in its intention not to delay the HE White Paper and the second reading of the Higher Education and Research Bill had taken place that day and would go to the first session of the Public Bill Committee in September. Some challenge from the House of Lords was anticipated, particularly with regard to the reform of research agencies and the tying of fees with inflation;
  - iv. University Alliance supported the White Paper and welcomed the link between quality and an effective Teaching Excellence Framework (TEF);
  - v. Brexit now featured on the Risk Register and whilst there was still a significant amount of uncertainty surrounding its impact, the University would work through how to mitigate the potential exposure, as detailed in Annex 1;
  - vi. Communications –
    - a. The University had taken action the day after the referendum to reassure staff and EU students that there would be no immediate changes to their circumstances and to stress that the University remained an inclusive and welcoming place, via
      - i. a VC update to all staff
      - ii. targeted communications to EU and international students, also available to all staff
      - iii. social media (Facebook and Twitter)
    - b. further information has been shared as it had become available (e.g. Student Loan Company)
    - c. the Vice-Chancellor had attended a meeting of the EU Staff Network to speak directly to staff.

G16.07.4.3 Members discussed the opportunities that Brexit may create, particularly in terms of the redefining of the University's relationships more expansively, beyond the EU and noted that:

- i. the University had worked for some time in building up a relationship with the international market;
- ii. its research partnerships were global, although a significant proportion of funding came from the EU;
- iii. the University was starting to work with emerging countries to develop partnerships.

G16.07.4.4 Members also discussed Brexit having a more significant effect upon other universities for which its impact would be greater in terms of EU recruitment losses, putting pressure upon the need to ramp up recruitment of UK students and thereon possibly also upon the University's own UK recruitment.

G16.07.4.5 During discussions Members noted that:

- i. the sector was an increasingly competitive market; the University continued to build partnership progression routes and was monitoring the situation;
- ii. Russell Group universities were lowering tariffs and Clearing would be very closely monitored;
- iii. The receipt of A level results before the students themselves enabled the University to be agile as soon as the confirmation position was known and this would be supported by a robust marketing and promotions campaign.

#### **G16.07.5 Commercialisation Activity**

*Paper G16/07/03 was received.*

This item is recorded as a confidential minute.

#### **G16.07.6 Marketing and Communications**

This item is recorded as a confidential minute.

#### **G16.07.7 New Student Journey System**

G16.07.7.1 The Pro Vice-Chancellor, Student Experience reminded Members of their request to learn more of the wider context of the Student Journey System, following the presentation given at the Board meeting in March which had focused on the technical aspects. The Deputy Head of Academic Services was invited to deliver this follow-up presentation.

G16.07.7.2 Members noted that:

- i. The Student Journey System was a project located within the Learning 2020 Strategic Programme, the aim of which was to connect support services and academic functions;
- ii. A new and experienced Programme Director had been recently appointed and would take up the post in November 2016;
- iii. High level plan included:
  - a. Specification and pre-procurement to be completed by May 2017
  - b. Procurement completed by December 2017
  - c. Implementation programme to begin in January 2018;
- iv. It would take a further 3 years for the system and business processes to fully embed;
- v. Current activity included:
  - a. an audit of all systems
  - b. the capture of manual processes
  - c. an exploration of customer relationship management (CRM) strategy;
- vi. Governance –
  - a. an SIS Initiation Board was in place and would eventually mirror the governance structures in place for other strategic programmes

- b. 3 foundations underpinned the governance and management structure:
    - i. Reporting, management information and business intelligence
    - ii. System integration and master data governance
    - iii. Data quality and management
  - c. Academic infrastructure – more technical aspect of the system – the manner in which it would support the University’s academic programme, modules and regulations
  - d. Broad project themes across the entire student experience – from the point of initial enquiry to alumni – and will include postgraduate, CPD and short courses;
  - e. Consultation/input from across the University, including ‘critical friends’ to assist in the review of plans/process
- vii. Focus was very much upon what the University needed the system to do and upon challenging the norms of how things were done currently;
- viii. The system would have the capability to monitor attendance. A pilot to monitor attendance would also be in place by September 2016;
- ix. HR online system would have features enabling ID management, etc.

G16.07.7.3 Members noted that the role of the University’s Enterprise Architects was to determine the value of bolt-on systems as solutions to particular aspects of business and whether these would ‘talk to’ the larger system.

G16.07.7.4 Members also noted that the programme board would monitor capacity and capability levels to support this technology-driven business change in order to swiftly respond to and address any gaps.

G16.07.7.5 Members further noted the possibility of looking externally for specific expertise, should this not be available within the University.

The Head of Academic Services left the meeting.

## **G16.07.8 Annual Equality and Diversity Update** *Paper G16/07/04 was received.*

G16.07.8.1 Members received an overview from the Equality and Diversity Manager of the progress made to date in relation to the Inclusivity agenda over the past year and details of future plans.

G16.07.8.2 Members noted in particular:  
*Highlights of 2015/2016*

- i. The University’s first non-STEMM department – Health and Social Services – had submitted for an Athena SWAN award in November 2015 and, whilst unsuccessful, HSS had taken on board feedback received and would resubmit in April 2017;
- ii. The launch of the Two Ticks – positive about disabled people scheme’ in January. To date 198 job applications had been received under the Guaranteed Interview Scheme;
- iii. Continued efforts to bring/raise awareness through organised events on UWE campuses;
- iv. The receipt of an award for the University as Best Sponsor at the first Bristol Pride Awards;
- v. The lead of the Disabled Staff Network won the ultimate VC staff excellence award for her work leading on awareness raising of disabled staff issues;
- vi. The University’s six Senior Diversity Champions continued to promote and support agendas on Age, Disability, Gender, LGBT, Race, and Religion and Belief.

G16.07.8.3 *Priorities for 2016/2017 onwards*

- i. New Single Equality Scheme 'Inclusivity 2020' due to launch on 9 November 2016;
- ii. Launch of a new disabled staff support service, following a successful pilot during 2015/2016;
- iii. Continued focus upon strengthening the University's inclusive culture and considering a number of charter marks, the achievement of which would assist in educating and further enhancing that culture of inclusivity;
- iv. Focus on the ethnicity attainment gap – this was an issue that was not unique to UWE and therefore there would be opportunities to learn from best practice. The University's own plans to address this included:
  - a. Training for academic staff on unconscious bias and developing inclusive pedagogy (e.g. representative Peer Assisted Learning, reading lists and programme content)
  - b. Training the Student Union and supporting their constructive challenge on this work
  - c. Monitoring the take-up of additional support to ensure resources reach the right student cohort.
- v. A whole strand of work had been undertaken during the year in relation to the Widening Participation agenda and inclusive practice and learning, which had involved national experts.

G16.07.8.4 Members questioned the extent to which Equality and Diversity was embedded within programmes of study and noted that there was a programme of work in relation to Inclusivity within Learning 2020 the projects of which would include a fundamental review of programmes.

G16.07.8.5 Members commended the progress made in improving low participation rates and noted that the University was working closely with colleges and schools in this endeavour. Activity included:

- i. Working with pupils from the age of 7 onwards
- ii. Taster subjects
- iii. 2,000 7-14 year olds currently participating in the Children's University
- iv. Employability Passport Award with a currency of a number of UCAS tariff points
- v. Peer Assisted Learning and transition support would be in place upon admission to UWE.

G16.07.8.6 Members further noted that the Pro Vice-Chancellor, Student Experience was due to meet with a few Governors on 22 August 2016 to discuss the Widening Participation and Social Mobility agenda.

It was agreed that an invitation to attend this meeting be extended to all Governors.

**ACTION: Head of Governance**

G16.07.8.7 Members discussed the recent reports in the media that white working class males were the worst performing ethnic group in school. Members noted that this had been an indicator at the University, as had the fact that a number of this student cohort had followed a BTEC or vocational route. Members also noted that transition support had also been provided for this group.

G16.07.8.8 During discussions, Members acknowledged the diversity of the student community at UWE and the value that the University added to the student journey in ensuring that all students progressed.

The Director of HR and OD and the Equality and Diversity Manager left the meeting.

## **G16.07.9 Modern Slavery and Human Trafficking Statement**

*Paper G16/07/05 was received.*

G16.07.9.1 Members noted that the provisions of the Modern Slavery Act 2015 required organisations with a minimum total turnover of £36 million to prepare a slavery and human trafficking statement for each financial year and for this statement to be published within 6 months of the financial year end.

G16.07.9.2 Members further noted that:

- i. the University's draft statement as presented would be further refined and would be submitted for approval by the Board of Governors and signature by the Vice-Chancellor at the Board meeting in November 2016;
- ii. the statement was required to be "signed and approved at the highest level of the organisation" and published on the University website;
- iii. there was no requirement for the statement to be included in the Members' Report that accompanied the financial statements.

G16.07.9.3 Members **endorsed** the draft statement, subject to further refinement and the submission of a final draft for approval and signature in November 2016.

**ACTION: Head of Governance**

#### **G16.07.10 Ethics Forum**

*Paper G16/07/06 was received.*

G16.07.10.1 Members considered the deliberations of the Ethics Forum and noted the following in particular:

- i. the Forum had not met for some time and had been convened to consider a proposal to approach the bet365 Foundation a donation towards the fundraising campaign for the Business and Law School's new building and a proposal for a closed lottery;
- ii. initial discussions of the Forum had explored:
  - a. its title and terms of reference, the latter of which were felt to be somewhat historic and a few changes had been suggested
  - b. the relationship of the terms of reference with the Corporate Ethics Policy, to which they referred;
- iii. the Forum had felt uneasy that there was a willingness to accept funding from a source such as this for a capital project but not on an individual basis;
- iv. the Forum had agreed to recommend the proposal to approach the bet365 Foundation for a donation, with the provisos that this be coupled with a University campaign about responsible gambling and that there be no signage on the building to indicate the bet365 donation;
- v. confirmation that the donation would be sourced from the foundations set up by the Coates family and not from bet365 itself.
- vi. the Forum had not agreed to recommend the proposal of a closed lottery.

G16.07.10.2 Members discussed the considerations of the Forum in further detail and noted:

- i. No money was currently available from the foundation;
- ii. Such judgements would increasingly need to be made as the University continued to seek out philanthropic donations;
- iii. There was a need for a clear rubric to prevent arbitrariness – for example, discussing the ethics of this matter when alcohol and tobacco were sold by the University and the Student Union;
- iv. The need for openness and transparency when such discussions were needed or any such donations made;
- v. It would not be appropriate for such discussions to be undertaken at the Student Governor Forum;
- vi. Any further discussion on this matter or consideration of similar proposals in the future should be made by the Board of Governors.

#### **ITEMS FOR APPROVAL**

#### **G16.07.11 Financial Estimates and Forecasts**

*Paper G16/07/07 was received.*

G16.07.11.1 The Director of Finance and Planning led Members through the highlights of the report and drew attention in particular to the following:

- i. The report had been considered in detail at the meeting of the Finance, Estates and IT Committee held on 14 June 2016;
- ii. Recovery of monies from the Student Loan Company (SLC) continued to be closely monitored and controlled by both Academic Services and Finance, with just over 99% of recovery having been achieved;
- iii. Details of the outcome of the European Commissioner audit of the University's EU Framework Programme 7 (FP7) grants, awarded from 2009 to 2013 and the measures being put in place to address this;
- iv. The draft budget 2016/2017 and plans to 2018/2019 would be submitted to HEFCE by 31 July 2016;
- v. The student recruitment contingency.

G16.07.11.2 Members noted the Apprenticeship Levy and the financial and strategic opportunities presented by the apprenticeship scheme.

G16.07.11.3 It was **agreed** that a report on the University's activity in relationship to apprenticeships be brought to the next meeting of the Board.

**ACTION: Deputy Vice-Chancellor and Provost**

#### **REPORTS**

##### **G16.07.12 Emergency Committee**

*Paper G16/07/08 was received and noted.*

##### **G16.07.13 UWE Stadium**

*Paper G16/07/09 was tabled.*

This item is recorded as a confidential minute.

##### **G16.07.14 Finance, Estates and IT Committee**

*Paper G16/07/10 was received and noted.*

#### **ITEMS TO NOTE**

##### **G16.07.15\* Health and Safety Update**

*Paper G16/07/11 was received and noted.*

##### **G16.07.16\* University Companies and Directors**

*Paper G16/07/12 was received and noted.*

##### **G16.07.17\* Board of Governors' Calendar**

*Paper G16/07/13 was received and noted.*

##### **G16.07.18\* Minutes of Board Committees and Academic Board**

*Paper G16/07/14 was received and noted.*

##### **G16.07.19\* HEFCE Grant Letter**

*Paper G16/07/15 was received and noted.*

##### **G16.07.20\* HEFCE's Annual Assessment of Institutional Risk**

*Paper G16/07/16 was received and noted.*

##### **G16.07.21\* Corporate Seal**

*Paper G16/07/17 was received and noted.*

**G16.07.22\***

**Date of Next Meetings**

Wednesday	16 November 2016	15:00 – 18:00
Wednesday/Thursday	22-23 March 2017	inc. Away Day
Wednesday	6 July 2017	15:00 – 18:00