

## **BOARD OF GOVERNORS**

Minutes of the Board of Governors meeting held on Wednesday 11 July 2018.

**Present:** Sonia Mills (Chair), Jenny Body, Martin Hagen, Richard Holmes, David Lamb, Clive Lewis, Professor Steve Neill (until G18.07.21), Giang Nguyen (until G18.07.21), Graham van der Lely, Professor Steve West, Denis Woulfe.

**Apologies:** Professor John Craven, Sandy Forbes, Rob Fraser, Mark Mason, Jocelyn McNulty, Donna Whitehead, Professor Jane Harrington.

**In Attendance:** Jodie Anstee (Clerk), Suzanne Carrie (for G18.07.7), Christine Gledhill, William Liew (until G18.07.21), Jo Midgley (until G18.07.21), Valerie Russell-Emmott (for G18.07.7).

### **G18.07.1 MEMBERSHIP**

#### **G18.07.1.1 Governor Appointments**

##### Student Nominee

Members received the nomination of the new Students' Union (SU) President.

G18.07.1.2 Members noted that the Board was not bound by the Instrument to have the SU President as its Student Nominee; the Nominations and Governance Committee had formalised the Student Nominee appointment process and considered Ms Nguyen's CV and manifesto at its meeting on 21 June 2018.

G18.07.1.3 Members also noted that the Committee endorsed Ms Nguyen's nomination.

G18.07.1.4 On behalf of the Board, the Chair welcomed Giang Nguyen, SU President, to her first meeting.

#### **G18.07.1.5 Term of Office Renewal**

Members approved the recommendation of the Nominations and Governance Committee that Mrs Jenny Body serve a second term of office of three years, to 31 July 2021.

#### **G18.07.1.6 Academic Board Nominee**

Members noted that Professor Steve Neill's term of office was due to end on 31 July 2018.

G18.07.1.7 Members received the Vice Chancellor's nomination from the Academic Board of Jane Roscoe, Pro Vice-Chancellor and Executive Dean, Faculty of Arts, Creative Industries and Education for membership to the Board of Governors.

G18.07.1.8 The nomination was **approved**.

G18.07.1.9 On behalf of the Board, the Chair thanked Professor Neill for his valuable contributions to the Board of Governors, the Finance, Estate and IT (FEIT) Committee and the Student Governor Forum.

### **G18.07.2 DECLARATIONS OF INTERESTS**

No interests were declared.

### **G18.07.3 MINUTES AND MATTERS ARISING**

*Paper G18/07/01 was received.*

G18.07.3.1 Members approved the minutes of the meeting held on 20 March 2018.

G18.07.3.2 Vice-Chancellor's Report – Office for Students (OfS) Register of Providers (G18.03.3.14 refers)

Members noted that the University submitted its application to the OfS register on 22 May 2018 and that the registration documents were shared with Members via email on 6 June 2018.

### **ITEMS FOR DISCUSSION**

#### **G18.07.4 Vice-Chancellor's Report**

*Paper G18/07/02 was received.*

G18.07.4.1 Members noted the content of the report and received an update from the Vice-Chancellor on the following:

##### *University Performance*

G18.07.4.2 i. Teaching Excellence Framework (TEF) – UWE's achievement of TEF Gold. The TEF was moving to subject-level and pilots – modified from previous versions - would continue for a further year; the University would focus on the data and metrics of that pilot. The subject-level TEF was expected to be in place for the 2019/2020 academic year.

G18.07.4.3 Members noted that analyses of the data and metrics would be considered by the Strategic Planning and Performance Committee (SPPC), along with modelling on what may be the likely version arising from the pilot.

G18.07.4.4 Members requested that the modelling analyses be shared also with the Board.

**ACTION: DVC and Provost**

G18.07.4.5 ii. Guardian League Table – the University's rise in the league table was expected to continue.

##### *Mental Wealth Strategy*

G18.07.4.6 i. On 28 June 2018, the University hosted a ministerial roundtable on mental health in universities, led by the Universities and Science Minister, Sam Gyimah;

ii. The roundtable saw the launch of the development of a University Mental Health Charter (led by Student Minds, with UPP, NUS, OfS and UUK<sup>1</sup>); the Charter would be built into the University's Mental Wealth Strategy;

iii. Discussions had focused on the issue of loco parentis (the Minister had suggested in his press release that universities should see themselves as in loco parentis). This had been challenged by the Vice-Chancellor and UWE students in media interviews and at the roundtable event itself. The Minister had not repeated his comments since the event;

iv. Those present at the event had acknowledged that universities were part of a larger system which also included primary and secondary schools, NHS and other agencies;

v. UWE would now take the initiative and establish a model to enable it to act in the vital interests of the student, with the support of other agencies (clinician, GP, etc.) – this was permissible within Data Protection law;

vi. UUK position – the Vice-Chancellor and the University of Bristol's Vice-Chancellor to write to all VCs to impress upon them the need to:

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<sup>1</sup> University Partnership Programme, National Union of Students, Office for Students and Universities UK.

- a. encourage students to identify a next-of-kin at point of entry and
- b. invite them on an opt-in basis to nominate a trusted person who may be contacted in a 'vital interests' situation. Universities would need to be clear on what that descriptor means and students would be able to opt out or update the nomination at any time;
- vii. Such a process would have implications in terms of systems and processes – data analytics and how services were used – and would need to be contextualised, with data shared only with relevant individuals;
- viii. The SU would be consulted in the development of the process.

G18.07.4.7 Members noted the very few cases of student suicides and questioned how the University could ensure that it captures the correct information in relation to possible 'triggers'.

G18.07.4.8 Members noted that much of the focus of the work would range from the University's student support services generally, to understanding the risk profiles of students so that it may identify those who may be at higher risk. The University sought to be a lead institution in supporting the sector's mental health agenda.

G18.07.4.9 Members noted that the reasons behind suicides often could be broader societal ones and questioned why universities were being singled out, and whether there were sufficient resources available to institutions to deal with it.

G18.07.4.10 Members noted that this was partly due to press/publicity, even though the Office of National Statistics' (ONS) recent data indicated that members of the general public of the same age group were more likely to take their own life. Members endorsed the view that a whole-system solution was needed and in the meantime the University would continue to prepare its students for the transition to university, and to recognise potential risk factors.

G18.07.4.11 Members expressed support for the University's approach in also targeting this in its induction events and through its engagement with students during their first few months at UWE in order to understand how they can be supported to manage anxiety, pressure, relationships, etc.

G18.07.4.12 Members remarked that it would be helpful to have sight of learner analytics in relation to this matter at the next meeting.

**ACTION: Vice-Chancellor/PVC, Student Experience**

G18.07.4.13 Members noted that the University had been approached by a film-making company to develop a responsible documentary on mental health and support for students.

G18.07.4.14 Members also noted that UWE would apply several caveats if it were to participate in the documentary, that ethics approval would be required before any agreement was finalised and this would be brought to the Board for consideration should it progress.

## **G18.07.5 Strategy 2030 Development**

G18.07.5.1 Members received a presentation from the Vice-Chancellor on the development plan for Strategy 2030 that was currently underway. Members noted in particular:

- G18.07.5.2
  - i. The plan was based on three main phases:
    - a. Exploration of major external developments that could be used to shape the strategy (Jan 2017-June 2018)
    - b. Testing of 'big ideas' that would form the basis of the new strategy (June-Dec 2018)
    - c. Consultation on the final document and development of implementation plans leading to a July 2019 launch;

- ii. There had been extensive engagement with both internal and external groups so far;
- iii. Phase 1 had explored several aspects, including: the University's academic character, future skills needs, the competitive market environment, mental wealth, technology and estates 2030, changing FE and HE landscapes (the move of the HE sector within the Department of Education was significant and the impact of this had yet to be seen);
- iv. Feedback to Phase 1 –
  - a. Some fundamentals should be maintained – “Light, Liberty, Learning” was key and signified the power of education;
  - b. Core purpose and values – need to be clear about what drives us as an institution;
  - c. Cultures and behaviours – be the ‘go to’ place, as a business, for students or employees;
  - d. Be a market ‘disrupter’ not a ‘me too’ institution;
- v. Academic Board had engaged with the start of Phase 2 at its meeting on 4 July 2018. Feedback from that session including:
  - a. The University's core purpose was about transforming futures, for both students and staff, and the impact of that on society, regionally and globally
  - b. Values –further work was needed on articulating their meaning to make them more explicit;
- vi. Phase 2 would inform further work by the Board of Governors, and would include roadshows with Faculties and Professional Services and engagement with both students and staff. Discussions were taking place with the SU on how best to connect with the student community.

G18.07.5.3 During discussions, Members endorsed the view that the meanings of the University's values needed to be tested, particularly “Ambitious”, as feedback from recent strategy cafés suggested that there was a degree of ambiguity around this specific value.

- G18.07.5.4
- vii. Key themes – the positioning of UWE's priorities in Strategy 2020 spoke very much to its internal audiences. In a climate where the general public was questioning the sector's relevance, there was a need to explore how the priorities could be positioned so they had more public relevance;
  - viii. Solving future challenges whilst questioning continually whether it is the right thing to do, for example:
    - a. Positioning the academic offer based on external relevance, across our research, enterprise, learning and teaching
    - b. Leading collaborations across industry, public sector, FE and schools
    - c. Moving towards emerging discipline areas
    - d. Adopting grand challenges to run across all academic programmes to create a dynamic output
    - e. Engaging with new and emerging academic pathways to meet the demands of the workforce and individuals
    - f. Collaborate to support placements and internships, use of simulation, virtual laboratories and digital engagement;
  - ix. Define the UWE graduate attributes and ensure that these were inculcated through the building of skills and knowledge so that UWE graduates were known for being creative and inquisitive, able to explore and inspire; this would begin to differentiate UWE;
  - x. Place – this matters to staff and students when deciding to work or study here;
  - xi. The positioning of UWE's role in the region.

- G18.07.5.5 Members questioned whether any matters of significance were anticipated. Members noted:
- i. Technology would have a bigger role in all activity and the manner in which students engaged with the University;
  - ii. It was hoped that part-time provision may increase, although this would require a significant change in funding;
  - iii. Employers were likely to seek quick, digital-based programmes.

G18.07.5.6 Members noted that there would be further Board engagement with the S2030 development journey.

**G18.07.6 Corporate Scorecard**  
*Paper G18/07/03 was received.*

G18.07.6.1 Members noted that the Scorecard had been updated to reflect the recent data releases from the Guardian University Guide (GUG) and DLHE (Destinations of Leavers of Higher Education) and that analyses had been produced by the Business Intelligence (BI) team to outline key findings.

G18.07.6.2 Members also noted that whilst UWE's DLHE data had dipped slightly, it was still ahead of the national average.

G18.07.6.3 Members further noted that the analyses and a full update would be shared with SPPC at its meeting on 16 October 2018.

**ACTION: Head of BI/Deputy Clerk**

**G18.07.7 Annual Inclusivity Report**  
*Paper G18/07/04 was received.*

G18.07.7.1 Members were reminded that the Board of Governors had strategic oversight of the public statutory duty. Members noted the contents of the report and the progress made in relation to the University's inclusivity agenda over the year.

G18.07.7.2 Members noted the following in particular:

- i. The ambition for all academic departments to hold the Athena Swan award;
- ii. The commitment to embed the use of the data across all departments. Every data summary was replicated at each Faculty level;
- iii. Implementation of Access Agreement commitments to support students from poorer backgrounds to participate in curricular and placement activity and to succeed;
- iv. A task and finish group was in place to review the uneven provision of faith space across UWE campuses;
- v. Successful pilot of the Equity Programme in the Faculty of Business and Law. The programme had developed rapidly over the year, which had provided little opportunity to systemise the collection of data; an evaluation plan would accompany the wider pilot over the next two years.

G18.07.7.3 Members questioned whether individuals from the BAME communities across the city who were successful in their fields were invited in to the University to provide inspiration to the students.

G18.07.7.4 Members noted the challenge presented in securing such speakers/'buddies' and endorsed the Vice-Chancellor's comments on the need to develop a coherent code and strategy to improve retention and achievement of BAME students and the recruitment and promotion of staff.

G18.07.7.5 Members also noted that the University had developed a Leadership Programme for its BAME staff, for which positive feedback had been received.

G18.07.7.6 Members further noted the value of comprehensive measures and that this would be enhanced if the commentary of future reports could shift from activity to output, so that KPIs were clear and measurable outcomes could be tied to the activities undertaken.

G18.07.7.7 Members acknowledged the Board's commitment to improve the diversity of its membership and that it had recently changed its recruitment policy.

#### **G18.07.8 Update on Prevent Outcome Letter**

*Paper G18/07/05 was received.*

G18.07.8.1 Members noted that, whilst HEFCE's response letter to the University's 2016/17 Prevent Annual Report had confirmed that the information provided demonstrated evidence of due regard to the Prevent Duty, it had included 3 recommendations:

1. *That the remaining 6% of all staff who had yet to complete the relevant training understood their responsibilities.*
  - All such staff had been requested to complete the training as soon as possible and completion would be monitored by Faculty Business Managers and relevant Professional Service teams.
2. *That the University considers the inclusion of Prevent-related training at induction for new staff in student-facing roles.*
  - This would be a compulsory part of induction, where relevant.
3. *Ongoing work related to External Speakers and Events processes – that the University notify the OfS of the decision regarding SU events and arrangements for off-site events, when agreed.*
  - The Pro Vice-Chancellor, Student Experience was leading the review of the External Speakers' Policy, with a view to have the revised policy in place for the start of the 2018/2019 academic year.

G18.07.8.2 Members noted that there was a management process in place to handle non-compliance with mandatory training.

#### **ITEMS FOR APPROVAL**

#### **G18.07.9 Financial Estimates and Forecasts**

*Paper G18/07/06 was received.*

G18.07.9.1 The Director of Finance led Members through the highlights of the report and drew attention in particular to the following:

- G18.07.9.2
- i. The report had been considered in detail at the meeting of the FEIT Committee held on 14 June 2018;
  - ii. All forecasts were predicated on the continuation of the current tuition fee regime;
  - iii. The increase to the forecast operating surplus for the current year that was previously reported to the Board;
  - iv. The financial performance of each Faculty was discussed and presented in the papers;
  - v. For the 2017/18 forecast outturn:
    - a. Utilisation of the student recruitment contingency had not been required;
    - b. The healthy cash balance detailed in the balance sheet;
  - vi. 2018/19 budget estimates:
    - a. The reduction in estimated surplus from the current year's result;
    - b. The allocation of 2018/19 block grant and additional resources to the SU;
    - c. The contingency allocation for a 2% pay award.

- G18.07.9.3 Members noted that the most significant growth in the draft budget was pay costs. Members also noted that the Universities and Colleges Employers Association's (UCEA) final pay award offer of 2% had been formally rejected by the trade unions.
- G18.07.9.4 During full and considered discussions of the student-staff ratio (SSR), Members noted the impact of the up-front staff costs associated with the Student Journey Programme.
- G18.07.9.5 Members also noted that the OfS required the University to submit both the projected financial outturn for the current year, but also the approved 2018/19 budget estimates, and that this was the same requirement as that requested by HEFCE. This was primarily a data submission, rather than an operational budget to which the University would be held to account.
- G18.07.9.6 The Chair of Audit Committee questioned the '0's in some of the tables and it was agreed that the Director of Finance take this up with the Audit Committee Chair outside of the meeting. The Chair of FEIT Committee and Mr Lamb would also be part of this meeting.

**ACTION: Director of Finance**

Members further discussed

- G18.07.9.7 Members **agreed** to:
- i. **Note** the projected financial outturn for 2017/18,
  - ii. **Approve** the 2018/19 budget estimates (adopted and recommended by the Finance, Estate and IT Committee as the framework within which the Vice-Chancellor will determine final detailed budgets for individual budgetary units),
  - iii. **Approve** the allocation of 2018/19 block grant and additional resources to the Students' Union,
  - iv. **Approve** the financial forecasts for 2018/19 and 2019/20,
  - v. **Endorse** that the University is in a satisfactory financial sustainability position,
  - vi. **Approve** the Financial Forecast 2018 (Appendix 2) for submission to the OfS, and
  - vii. **Note** the potential requirement of additional medium term revolving credit facility to mitigate cash flow constraints, which would require further analysis and Board of Governors' approval in due course.

#### **G18.07.10 Student Journey System – Business Case, Initial Phase**

*Paper G18/07/07 was received.*

- G18.07.10.1 Members noted that the detailed Business Case, Initial Phase had been reviewed by the Directorate and the Strategic Portfolio Board prior to consideration by the FEIT Committee at its meeting on 14 June 2018, following a comprehensive presentation by the PVC, Student Experience. The SPPC had also considered the case for investment. Members were reminded that the detailed business case had been circulated via email.
- G18.07.10.2 Members noted that the replacement of a number of the University's IT systems with a business-led transformative programme in order to create efficiencies and vastly improve the staff and student experience, was now becoming critical.
- G18.07.10.3 Members noted that the governance arrangements for the programme involved a Student Journey Programme Board, regular updates to both SPPC and FEIT Committee, as well as to the Board of Governors.
- G18.07.10.4 Members noted that the two key risks were resources (people) and the software developer relationship. Members noted the observation shared at an event attended by a Board Member of a key clause that should be included in contracts for IT projects and accepted the offer that this be shared with the PVC, Student Experience.

- G18.07.10.5 Members noted the estimated total expenditure for the whole Student Journey Programme of £25m and **approved** the £3,968k expenditure required to progress Phase 2 of the Student Journey Programme.

## REPORTS

### **G18.07.11 Summary of Commercial Activities**

*Paper G18/07/08 was received.*

This item is recorded as a confidential minute.

### **G18.07.12 Finance, Estates and IT Committee – Campus 2020**

*Paper G18/07/09 was received.*

#### G18.07.12.1 Laundry Conversion (Glenside)

Members noted that the General Optical Council was due to visit the development on 12 July 2018 for assurance that funds had been used in an appropriate manner.

#### G18.07.12.2 Hillside Gardens

Members noted that completion of the playing fields was scheduled for 2 November 2018.

### **G18.07.13 Updates from Committee Chairs and Minutes of Board Committees**

*Paper G18/07/10 was received.*

#### G18.07.13.1 Strategic Planning and Performance Committee, 17 May 2018

*Paper G18/07/10i was received and noted.*

- G18.07.13.2 Members noted the substantial discussion of IT programmes and the detailed presentation received on the progress of the Student Journey Programme.

#### G18.07.13.3 Nominations and Governance Committee, 21 June 2018

*Paper G18/07/10ii was received and noted.*

#### G18.07.13.4 Finance, Estates and IT Committee, 14 June 2018

*Paper G18/07/10iii was received and noted.*

- G18.07.13.5 Members noted in particular the Committee's substantial discussion on the Student Journey Programme, Initial Phase Business Case.

#### G18.07.13.6 Audit Committee, 26 June 2018

*Paper G18/07/10iv was received and noted.*

## ITEMS TO NOTE

### **G18.07.14\* University Companies and Directors**

*Paper G18/07/11 was received and noted.*

### **G18.07.15\* Minutes of Student Governor Forum**

*Paper G18/07/12 was received and noted.*

### **G18.07.16\* Academic Board Minutes, 16 May 2018**

*Paper G18/07/13 was received and noted.*

### **G18.07.17\* Office for Students (OfS) Grant Letter**

*Paper G18/07/14 was received and noted.*

### **G18.07.18\* HEFCE's Annual Assessment of Institutional Risk**

*Paper G18/07/15 was received and noted.*

### **G18.07.19\* Corporate Seal**

*Paper G18/07/16 was received and noted.*



**G18.07.20 ANY OTHER BUSINESS**

G18.07.20.1 BSc (Hons) Nursing (Adult Nursing), Gloucester Campus

This item is recorded as a confidential minute.

G18.07.20.2 Graham Van Der Lely, Co-opted Member

Members noted Mr Van Der Lely's intention to step down from the Board on 31 July 2018, after 15 years of service.

G18.07.20.3 On behalf of the Board, the Chair thanked Mr Van Der Lely for his valuable contributions to the Board of Governors, the Strategic Planning and Performance Committee and the Audit Committee.

**RESERVED BUSINESS**

**G18.07.21 Remuneration Committee**

*Paper G18/07/17 was received.*

This item is recorded as a confidential minute.

**G18.07.22 Dates of Future Meetings**

Meetings to take place in the Boardroom, Bristol Business School, Frenchay Campus unless otherwise stated.

18 September 2018	13:00 – 18:00	
14 November 2018	13:00 – 18:00	Glenside Campus
19-20 March 2019	inc. Away Day	
4 July 2019	13:00 – 18:00	Bower Ashton Campus