



BOARD OF GOVERNORS
Minutes of Meeting held 15 April 2021 at 12.00 by conference call

Present:

Mr J Glasspool (Chair)	Ms J Luxford
Dr J Brasted	Dr S McMillan
Ms E Casey	Ms V Nawathe
Ms T Fisk	Professor S Rigby (Vice-Chancellor)
Ms S Harris	Ms L Stone <i>[from 20/66]</i>
Ms S Lane	Mr N Sturge
Mr S Lockren <i>[from 20/66]</i>	Dr E Wakelin

In attendance:

Mr D Newman (University Secretary)
Ms P Slater (Interim Head of Academic Governance and Policy – minute taker)
Mr P Fox (Pro Vice-Chancellor, Finance and Infrastructure)
Prof N Sammells (Deputy Vice-Chancellor and Provost)
Dr R Schaaf (Pro Vice-Chancellor, Student Experience)
Prof J Strachan (Pro Vice-Chancellor, Research and Enterprise) } *For paper G1149 – Our Unique Offer*
Prof A Salmon (Pro Vice-Chancellor, External)
Dr M McGuinness (Pro Vice-Chancellor, Academic Planning) – *For paper G1149 Our Unique Offer and paper G1153 Access and Participation Plan*
Mr R Jordan (Director of Estates and Services) – *for paper G1154 Health and Safety Annual Report*

20/61 WELCOME AND APOLOGIES

The Chair welcomed Ms Slater to the meeting and thanked her for agreeing to take the minutes while Rebecca di Corpo (Governance Manager) was in the process of transitioning into a new role at the University.

No apologies were received but it was noted that Ms Stone and Mr Lockren would join the meeting late owing to other engagements.

20/62 DECLARATION OF NEW INTERESTS

It was noted that Ms Wakelin would leave the meeting for item 12: Access and Participation Plan as her partner is the Director of Fair Access and Participation at the Office for Students.

The Chair reported his forthcoming appointment to two non-executive positions at Barnhill Plc and Edinburgh University Press; these do not affect the business of this meeting and will be recorded in the Register of Interests.

20/63 MINUTES

The minutes of the meeting held on the 15 February 2021 were **approved**.

20/64 MATTERS ARISING

The Chair confirmed that he was intending to send a message of support to students and is in discussions with the Head of Marketing and Communications about the timing of this.

20/65 CHAIR'S BUSINESS

The Chair thanked governors for their valued contributions at the Board's strategic away day held virtually on 14 April and commended the presentations and rich discussions which had taken place on the digital estate and the physical estate. The Chair expressed thanks to all those involved in the event and for the suggestions which were made by governors for items for possible inclusion at future Boards, which would be incorporated into the forward agenda planning.

The Board was reminded that the search for a new Chancellor had been held in abeyance in light of the coronavirus pandemic and agreed with the Chair's proposal that the search be postponed until an appropriate point in the next academic year, noting that the role of Chancellor is ceremonial in nature and not constitutionally mandated.

20/66 VICE-CHANCELLOR'S REPORT (Paper G1148)

The Vice-Chancellor recorded her disappointment about the government's decision to delay students' return to campus until the 17 May. Whilst students can return to campus to access some study spaces and facilities, teaching cannot resume until that point.

The government's response to the Augar review is likely to focus on minimum entry requirements rather than the introduction of variable fees. The impact of this is unlikely to affect the University's recruitment but would have an impact on our Access and Participation work.

The Office for Students has introduced a new ongoing condition of registration – condition C4 on Student Protection Directions. This appears to be a wide condition with loose criteria, with the stated intention that it will enable the OfS to intervene more quickly and in a targeted way where it considers that a registered provider may cease the provision of higher education. In addition, in response to a request to providers by the OfS, the Vice-Chancellor reported that the University has conducted an internal review of compliance with consumer protection law, which will be reported to the Board at the next meeting.

[Simon Lockren joined the meeting]

The government has mitigated some of the planned reduction in research grants, although unfortunately only in the areas of science.

The University has applied individually and also with Project Trust for the Turing scheme, although there is not reciprocity in the funding arrangements. The scheme is considered a poor substitute for Erasmus and may have limited longevity.

There is a local election for a new WECA Mayor in May. This could impact future direction in terms of economic development / skills training. The University continues to have a close working relationship with the local authority, on matters of planning, for example. Their next election is May 2023.

The accommodation rebates are costing approximately £30,000 a week, but these are necessary and will likely continue until the end of the academic year.

Students have raised concerns around the University's management of sexual misconduct allegations. The University is actively working with students, holding focus groups and undertaking policy reviews, to ensure these concerns are addressed. Lime Culture has been commissioned to provide specialist training to staff and going forward we will use an external service provider to manage more complex allegations of sexual misconduct. It was noted that the University is focusing on supporting students who have experienced assault, rather than carrying out investigations and identifying perpetrators, which falls largely within the remit of the police.

The recruitment cycle is progressing well, with a projection of approximately 2200 acceptances. Changes in government policy could affect this. The University is also working hard to retain current students and encourage them, and those who have taken study breaks, back in September.

The Office for Students will be considering the National Student Survey results before taking a decision on whether to publish these.

Santander have confirmed that a number of covid related items can be offset so that there will be no breach of the banking covenants. The University is also discussing with the auditors the alternative option of considering whether the cashflow covenant should simply be waived so as to remove uncertainty from the external audit process.

Two new partnerships are in the process of being considered for approval – New City College, and Fairfield School of Business. BSU London had its first, albeit small, intake of students. The upcoming June intake is likely to be larger. Whilst partnerships will never be risk free, as part of the University's strengthening of approach in this area there is a revised governance structure for the oversight of partnerships, which includes a new Partnership Oversight Group and the appointment of Rebecca Phillip as Associate PVC for Educational Partnerships, who will focus on managing the relationship with new and existing partners.

Governors noted the importance of the University's existing partnership with Boomsatsuma, following recent positive press coverage.

[Lauren Stone joined the meeting]

50% of staff were submitted in the recent REF. The standard is much improved since the 2014 submission. Work is ongoing to create credible career promotion pathways for all teaching, professional and research staff.

The Board noted the Vice-Chancellor's report and thanked her for the comprehensive update.

[Mark McGuinness, Rebecca Schaaf, John Strachan, Andy Salmon joined the meeting]

20/67 OUR UNIQUE OFFER (Paper G1149)

The Board received a summary presentation outlining how the 2030 Strategy is operationalised in the Pro Vice-Chancellors' portfolio areas.

Student Entry: Dr McGuinness reported that the HE market continues to be crowded, with much choice in experience and product. The University has a strong value set and a clear voice to prospective students about how this shapes their experience. The Bath Spa Start initiative has been designed to appeal to the whole person during the applicant journey, assure applicants that the University is the right place for them, and support our continued engagement with them during this time. It is made up of an offer of guaranteed on campus accommodation, a welcome package (mind and body, entertainment or food), and cash scholarships (for exceeding grades and academic excellence). Governors suggested that 'learning bundles' might also be considered when the experience bundles are reviewed.

The events held for the University Experience Day and Week showcase the different support services offered by the University for applicants. These have been popular, with 550 bookings in the first week. Applicants are also offered an informal conversation with a member of academic staff in their subject area before joining; allowing them to begin building up a relationship with teaching staff. Individual, single household campus tours have proved popular, and a peer to peer call centre runs for applicants to speak to a current student.

The University continues to review and update the portfolio of programmes, with a focus on applied, creative and enterprising provision that adds real value, for example the building of links with the Citizens Advice Bureau and the establishment of a Law Clinic.

Student Journey: Dr Schaaf outlined how wellbeing is at the heart of the University's ethos; particularly given that 25% of students declare a disability. A wide range of online and in person services are offered, with a particular focus on mental health. Academic staff work in partnership with student wellbeing services, demonstrating an awareness of the link between student mental health and success in learning.

The skillset that graduates leave university with is often more important than the subject studied. Staff are supporting students to develop and articulate their skills, and consider a variety of different career paths. The library's digital approach has been central to the development of these transferable skills.

Research: Professor Strachan outlined that the recent REF submission demonstrated the University has significant research impact in comparison to other, similarly sized, GuildHE institutions. Submissions were from a broad cross-section of disciplines, in traditional form and also with creative outputs such as portfolios and exhibitions. 32% of staff submitted in 2014; this rose to 50% in 2021. The research outputs evidence a global impact with a focus on ethics and inclusion. High quality research is embedded into the curriculum and a teaching and research strategy is being developed. The University continues to secure significant research funding (e.g. a recent grant of £1.1m from the Wellcome Trust).

External Affairs: Professor Salmon presented this portfolio area as one of diversification and differentiation. Changing modes of delivery (including digital, blended and intensive learning) provide opportunities for targeting the new market of adults who are upskilling and reskilling following the economic shifts of the pandemic. The Restart pilot, a programme for professionals wishing to upskill, has already had 140 participants, with little marketing required.

It was reported that the External Affairs Unit have bid for a total of £1.4m in four separate rounds.

The differentiation approach has a societal focus – with social enterprise, social inclusion and partnership at its heart. Using data to identifying the impact of this external work is central.

Governors thanked the speakers for their presentation, expressed their support and remarked that the University's values had come across very strongly in all that had been shared.

[Mark McGuinness, Rebecca Schaaf, John Strachan, Andy Salmon left the meeting]

The Board agreed to take items 8 (paper G1151) and 9 (paper G1150) of the agenda in reverse order, as below.

20/68 ESTATES STRATEGY: LOCKSBROOK ACQUISITIONS (Paper G1151)

The proposition set out in the paper was discussed in detail at the Board away day on 14 April and governors reiterated their strong support. It was noted that the acquisition of the land referred to in the paper is not without risk, but the investment is a significant part of the future strengthening and consolidation of estate plans. In particular, it was noted that the detail of the leasing negotiations are of crucial importance. The Board **approved** the acquisitions on the terms set out at paragraph 4.5 of the paper and agreed to delegate authority to the Vice-Chancellor to finalise negotiations and complete the acquisitions as outlined.

20/69 RECOVERY AND RENEWAL PLAN, FINANCIALS AND BUDGET PREPARATIONS (Paper G1150)

The Vice-Chancellor reported that the medium term Recovery and Renewal Plan is closely linked with the Unique Offer. An agile planning methodology has been used for this plan, given the rapidly changing external environment. Using a reasonable set of assumptions, this plan is affordable and sustainable for the medium term. Mr Fox reported that the plan will be continually monitored and kept under review.

Additional staff resource is being provided to Mr Fox to support the financial planning work and the costs for this have been included in the plan.

The Board should be confident in making decisions now that medium term projections and assumptions have been provided. There is an on-going need for medium term planning given that our core undergraduate product runs over three years and new courses take a further two years to develop. Mr Fox outlined key points in the paper as follows:

Redacted: FOI exemption, Section 43 (commercial interests)



Redacted: FOI exemption, Section 43 (commercial interests)

Redacted: FOI exemption, Section 43 (commercial interests)

- The University can intensify use of its estate with better timetabling, continuing with an element of online provision permanently and some adaptations.
- Recruitment projections are naturally uncertain, and are mapped at the best and worst case scenarios. Mitigations are listed in the paper for the worst case scenario. These figures will be regularly monitored and financial projections updated. Figures are proposed based on the establishment of the new portfolio of courses, with the intention of more than offsetting losses from the traditional portfolio areas.

Redacted: FOI exemption, Section 43 (commercial interests)

Redacted: FOI exemption, Section 43 (commercial interests)

Governors are reminded that the external environment is unstable, with variable circumstances. The most appropriate approach is to understand these external pressures and update the plan on a rolling basis.

The risk register will be considered in greater depth by the Audit Committee so that Governors can consider and understand the mitigations in place for these external risks. The University Secretary will liaise with Dr Brasted (Chair of Audit Committee) regarding any enhancements to the process for Governors' review of the risk register.

Governors **approved** new partnerships with New City College and with Fairfield School of Business (subject to completing any final due diligence that may be required), as the total partnership value is **Redacted, section 43**. The Vice-Chancellor confirmed that these are (initially) relatively small partnerships rather than significant strategic relationships. It was queried if the risks emerging from due diligence processes should be provided to Governors. The Vice-Chancellor confirmed that the Board should be satisfied that the processes for due diligence are robust: it is the delegated authority given to the Partnerships Oversight Group that considers the level of risk. The strategy for partnerships, which was discussed by the Finance and Infrastructure Committee, is diverse and broadens the University's income base. Partners incorporate collaborative partners for validations and franchises, as well as partners such as Teach First delivering provision for Bath Spa registered students.

Ms Casey reminded Governors of the need to maintain the student experience for programmes that are in teaching out phase. Professor Sammells confirmed that students on teaching out programmes continue to have good module choice.

Ms Casey also expressed concern about the lack of access to student services for new students at Locksbrook. The Vice-Chancellor confirmed that face to face student support services are likely to have a presence at Locksbrook from September 2022, that online student support services have proved successful over the past year. Sports facilities will also be expanded at the site.

20/70 REPLACEMENT FINANCE SYSTEM (Paper G1152)

Governors **approved** the request to replace the Finance system. Mr Fox confirmed that the replacement of our financial software is essential, not optional. Financial processes will be adapted to match the new software. A project manager has been recruited to deliver on this work. Staff communications will be key and these can be tailored once a preferred provider has been recruited.

20/71 FINANCE AND INFRASTRUCTURE COMMITTEE: CHAIR'S UPDATE

Ms Fisk reported that the key items had already been spoken to under other agenda items. A working group is being established by the executive, which will include governor representation, to consider the review of pensions.

*[Mark McGuinness joined the meeting]
[Emma Wakelin left the meeting]*

20/72 ACCESS AND PARTICIPATION PLAN (Paper G1153)

Dr McGuinness reported that Condition A1 of the OfS Conditions of Registration requires that the University have an Access and Participation Plan in place. It was agreed in 2019 that the University would move to longer term A&P plans as opposed to annual plans and that the Board would take a greater oversight role in this plan. Governors are encouraged to offer any feedback on the level of detail they would like in these updates going forward.

The pandemic has disrupted A&P activities although not as much as initially feared. Placements affected were replaced with online placements, resulting in the delivery of 45 out of the planned 50 placements. School closures limited the opportunity for visits to speak to school and college students. Most outreach activity was repurposed for digital delivery, although the impact is likely to be reduced given the significance of face to face interaction.

The collapse of the jobs market as a result of the pandemic has impacted disadvantaged students more than others. Graduate outcomes may be impacted as a result, although the University continues to work hard on employability.

Opening hours are being extended for facilities to support creative arts and practical students in the completion of their studies. A graduate package is also being developed. Along with the Graduate Outcomes survey, continuing to keep in contact with graduates supports efforts to demonstrate the impact of access and participation work.

The Chair welcomed the efforts made by the A&P team in adapting to the challenges of the pandemic.

Dr McGuinness reported that marketing efforts are focused on emphasising the University's green space and rural campus, given that there are some indications students are re-considering their priorities in respect of urban campuses as a result of the pandemic. Virtual recruitment events have also allowed the University to have a wider geographical reach. Digital events have seen participation increase for disadvantaged groups but the conversion for these groups remains challenging.

The Board noted the report and the submission which would be made to the OfS.

*[Mark McGuinness left the meeting]
[Emma Wakelin re-joined the meeting]
[Richard Jordan joined the meeting]*

20/73 HEALTH AND SAFETY ANNUAL REPORT (Paper G1154)

Mr Jordan presented this report and highlighted the following points:

- The number of false fire alarms has risen during lockdown. This is being addressed by the Accommodation Team.
- Radon testing is showing some high levels due to increased occupancy in the accommodation buildings during lockdown. This will be closely monitored.

The Board discussed the content of the report and thanked Mr Jordan for the rich level of detail provided.

[Richard Jordan left the meeting]

20/74 AUDIT COMMITTEE: CHAIR'S UPDATE (papers G1155 and G1156)

Ms Luxford reported that the Audit Committee had at its last meeting considered the TRAC return in detail, noting that the dispensation rate is being used as the basis of calculation this year. Internal audit is behind schedule but should be able to catch up. The committee had received a presentation on immigration compliance and noted the actions being taken to adhere to UKVI requirements.

In reference to paper G1155, Ms Luxford and Mr Newman advised the Board that the terms of reference for the committee had been reviewed, in line with examples from other universities, and

the most recent CUC Higher Education Audit Committee Code of Practice. Revisions to the terms of reference focused on strengthening operational risk management.

Subject to making an editorial change regarding a reference to the Office for Students, which Mr Newman undertook to amend, the Board **approved** the Audit Committee's revised terms of reference.

Mr Newman presented paper G1156 on the outcome of a mapping exercise of the University's governance practices against the revised CUC Code of Governance, which had been considered by the Committee. The Board discussed the content of the paper and noted that our governance arrangements are compliant with the Code in all material respects and that the Code operated on a 'comply or explain' basis. Two areas for consideration were:

- Membership of student and staff governors on sub-committees: it was agreed that as students and staff governors are already free to attend these sub-committees as observers and to speak at meetings, the current arrangements were appropriate. Specific provision had been made for this when the University's ordinances were adopted in April 2020 [refer ordinance F.18].
- Whilst delegation arrangements are addressed in the ordinances and the Financial Regulations, Mr Newman suggested that more could be done to strengthen these arrangements, particularly in respect of non-financial delegations. The Board noted that the current delegation arrangements were fit for purpose but enhancements should be considered further during the next academic year.

The Board renewed its commitment to adhering to the CUC Code of Governance.

20/75 CONFLICTS OF INTEREST POLICY AND PROCEDURE (Paper G1157)

Mr Newman presented a new conflicts of interest policy and procedure for approval, on the recommendation of Audit Committee which had discussed the draft policy in detail at its last meeting. The policy applies generally across the University but it was noted that more specific provisions in relation to conflicts apply to governors in light of their trustee duties, as per the details set out in the code of conduct contained within the ordinances.

Following discussion, the Board **approved** the new Conflicts of Interest Policy and Procedure.

20/76 OTHER ITEMS FOR INFORMATION

Received - Draft minutes: Academic Board 26 January 2021

Received - Draft minutes: Audit Committee 10 March 2021

Received - Draft minutes: Finance and Infrastructure Committee 24 February 2021

20/77 ANY OTHER BUSINESS

The Board recorded its thanks to Rebecca di Corpo for her work as Governance Manager.

Governors have been sent the schedule of meetings for the next two academic years, and it is expected some meetings can return to being held on campus from the autumn.

The date of the next meeting is scheduled to be held on Wednesday 28 July 2021.

The meeting closed at approximately 15:10hrs.

David Newman
University Secretary

Signed as a record of confirmed minutes:

**Redacted: FOI
exemption, Section 40
(personal data)**

Jonathan Glasspool, Chair
Date: 30 July 2021