



BOARD OF GOVERNORS

Minutes of the meeting held on 29th June 2016
at 2.00pm at Sion Hill

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| <u>Present</u> | Ms J Henderson [Chair] Professor R Alexander Dr K Doern Ms T Fisk Ms L Fleming Mr M Francis | Mr B Galliver Lady T Lloyd Professor P Martin Mr T Osborne Mr D Pester Professor C Slade [Vice-Chancellor] |
| <u>In attendance</u> | Mr C Ellicott [Clerk] Mr N Latham Mr G Olden [Acting Deputy Clerk] | Professor N Sammells Mr K Wright |
| <u>Apologies</u> | Mr W Archer Ms N Campbell | Ms R Heald Revd E Mason |

15/39 DECLARATIONS OF INTEREST

There were none.

15/40 MINUTES OF THE MEETING HELD ON 27 APRIL 2016

The minutes were agreed as correct.

15/41 MATTERS ARISING

15/30: The Clerk reported that the University was in the process of testing a software product recommended by JISC, which would provide online access to papers for members of the Board. The possibility of providing iPads for members in conjunction with this was also being considered.

15/32: The Board noted the successful launch of the Bath Business School in June 2016. Members welcomed this as an important development for the University's academic provision.

15/34: Mr Latham confirmed that Paper G893 Budget 2016/17, included in the papers for this meeting, had been updated to include the variances as requested.

15/35: The Board noted that work was ongoing to include statistics on completion rates for international (non-EU) students in the University's Key Performance Indicators (KPIs).

15/42 CHAIR'S BUSINESS

i. Board Members [Paper G891]

The Chair reported that Mr Pester, Deputy Chair, would lead the process of finding a replacement Chair for the Board, as the current Chair would complete her appointment in November 2016. It had been decided to use the search firm Minerva to review the skill set of the Board and seek candidates for nomination. This would help to formalise the appointment process and bring independent external advice. Once new appointments had been confirmed, there would be a further review of the chairmanship and membership of the sub-committees as necessary.

Members noted that it was essential to retain significant financial experience on the Board, but agreed that it was both important and timely to broaden the skills base of members, ideally to include greater experience of higher education leadership, international business, and IT systems – particularly cyber-security. All members were invited to submit the names of individuals with the appropriate skills and availability to participate in the work of the Board.

The Board approved the recommendations in the paper and therefore confirmed:

- that the process proposed for the appointment of the Chair was appropriate;
- the recommended appointment of Professor Alexander as an independent member of the Board;
- that additional co-opted members should be sought to remedy identified skills gaps.

ii. Nomination for Chancellor

The Board received the nomination of Mr Jeremy Irons as the first Chancellor of the University. The Vice-Chancellor explained that the position of Chancellor was primarily ceremonial but very important for external relations, and that Mr Irons was fully committed to the responsibilities and requirements of the role. There had been extensive consultation with students on the nomination, and if the Board granted approval, the University would make a formal written offer of the position. An inauguration ceremony would be planned for later in the year.

The Board welcomed and approved the nomination for Chancellor. The nomination would remain confidential to members of the Board, pending a formal announcement once the appointment was confirmed.

15/43 CLERK'S BUSINESS

i. President of the Students' Union

The Clerk noted that this was the last meeting of the Board that Mr Galliver would be attending, as he completed his appointment as President of the Students' Union. The Board thanked Mr Galliver for his significant contribution to the University and wished him well for the future.

ii. Student Board Members

Members noted that the decision to appoint an additional postgraduate student as the second student member of the Board had yet to be implemented [see Paper G891, item 2.1]. It was agreed that the Clerk would work with the Students' Union on the selection process.

[ACTION: CLERK]

15/44 VICE-CHANCELLOR'S REPORT [Paper G884]

The Vice-Chancellor reported that the disappointing outcome of the EU Referendum vote reinforced the importance of the University's strategic commitment to internationalisation. Although the full consequences for higher education would not be known for some time, it was important to provide reassurance to staff, and to current and prospective students.

At the same time, it was clear that the government's recent White Paper would lead to significant changes for UK higher education. There would be increasing private competition and changes to the ways in which universities were assessed for the quality of teaching and student achievement, which would be linked to the capacity for raising fees. The TEF (Teaching Excellence Framework) would look closely at outcomes such as the DLHE (Destination of Leavers from Higher Education) and graduate-level employment. The University was already modelling these data in the context of national benchmarks and the institution's strategic targets for 2020.

The Board discussed the significance of these changes and in particular noted the new responsibility for governing bodies to confirm quality and standards. It was agreed that information about the TEF metrics and BSU data should be circulated to members.

The Board asked about the arrangements for TNE (transnational education), noting that this was an area of activity that would continue to be reviewed separately by the QAA (Quality Assurance Agency). It was confirmed that TNE would be managed through the standard quality assurance procedures at the University, and that due diligence for all new partners would continue to be carried out. This work would be supported by the forthcoming appointment of an International Compliance Officer.

The development of the University's estate was continuing, with several recent achievements. The new student accommodation at Green Park had opened in June and the acquisition of the Herman Miller Building had been completed, with planning underway to prepare the building for the Bath School of Art & Design. A survey of the use of the Commons building at Newton Park had revealed dissatisfaction by academic staff over working conditions. In response to this, staff would be moved from open plan space to smaller, more private offices over the summer. This was particularly important to meet the needs of the University's professoriate.

The University's Graduation Ceremonies would be held on the 20th, 21st and 22nd July at Bath Abbey and all members were invited to participate.

15/45 POLICY & RESOURCES COMMITTEE

i. Convener's update

The Convener reported that there had been thorough consideration of the budget proposals and forecasts for 2016/17 at the meeting, and noted the positive performance against the 2015/16 budget. As a recent update to the Estates Strategy, it was reported that student residences would not be developed in Keynsham as previously planned, as the potential site that had been identified was no longer available.

ii. Budget 2016/17 [Paper G893]

The proposed budget for 2016/17 showed a surplus of 5.8% on continuing operations, and 4.4% on total budgeted income. Although this was less than the overall 5.0% target discussed at the last Board meeting, it was proposed as satisfactory when taking into account the level and scale of new

initiatives at the University, and the expenditure involved. In addition, any deficit was likely to be offset by significant planned growth in student numbers from home/EU recruitment.

The Board approved the budget proposals for 2016/17, with the condition that the target of a 5.0% surplus should be achieved by no later than 2017/18. It was also agreed to retain the longer-term goal of generating a consistent annual surplus of 8.0%.

iii. Financial Forecasts 2016 (2014/15-2018/19) [Paper G894]

The Board noted that the forecasts would need to be revised due to ongoing uncertainty in UK higher education and following the result of the EU referendum, particularly if there was a reduction in the number of international students. However, following the meeting with HEFCE on June 23 2016, it was confirmed that fees for 2017/18 could be raised by 2.8% [see item 4.2, Paper G894], and additionally the University's debt was falling as a proportion of income.

Although the 2016/17 surplus was not expected to meet the target of 5.0% of total income, members noted that for 2015/16 a surplus of 8.3% had been achieved, higher than forecast, and there was confidence that 5.0% would be achieved in 2017/18 and 2018/19 after adjustments.

Members agreed that revised forecasts should be prepared and circulated to members of the Board at the earliest opportunity. In the interim, the current financial forecasts were approved.

iv. Estates Strategy and Development [Paper G895]

Mr Osborne provided an update to members on developments in the University's estate.

- A design brief had been completed for the Herman Miller Building and architects had been engaged. Planned occupation for Bath School of Art & Design was August 2018.
- The new student residences at Green Park were ideally located for further expansion of the provision in the city, and the University was investigating a new central location for the Bath Business School. For the Fashion courses, there was the possibility of developing the Royal Mineral Water Hospital building in partnership with the Fashion Museum, which would relocate, and with the cooperation of Bath & North East Somerset Council (BaNES).
- The purchase of a site for sports facilities was in progress and an update would be provided to the next meeting.

In the longer-term, the University was committed to working with BaNES Council to reduce the reliance in Bath on houses of multiple accommodation (HMOs).

Members noted the Estates update and approved continuation of activity to progress the long-term strategic goals. This information should remain confidential, although discussions with University of Bath should be initiated at an early stage.

15/46 AUDIT COMMITTEE

Convener's update

The Convener reported that the committee had conducted an initial review of the report on Anti-Bribery and Corruption Procedures, which resulted in a number of recommendations for further consideration. Members noted that the University Whistleblowing Policy was being reviewed.

The University's procurement processes had been improved through changes to the procedure for preapproval of expenditure. Internal audit had finished planning for the year, and members were

reassured that the recommendations from previous audit reports would all be addressed satisfactorily. The Audit Plan for 2016/17 would also now link to assumed controls in the Risk Register.

15/47 RISK MANAGEMENT

An updated Risk Register was received by the Board and reviewed in detail. Members agreed that given current levels of change and uncertainty in UK higher education, the register should be reviewed more frequently by VCEG (Vice-Chancellor's Executive Group) and that updates should be brought to the Board as necessary, in addition to the existing arrangement for bi-annual consideration. It was recommended that the risk team and Audit Committee should review, and where appropriate strengthen, the control mechanisms for some risk items.

It was agreed that the following additional items be either included or expanded on the register:

- 1) the consequences of the 'Brexit' vote;
- 2) the dependence on key skills;
- 3) the cultural/psychological well-being of the institution;
- 4) the likely increase in competition with private providers entering the HE sector;
- 5) the requirements for compliance with the TEF (Teaching Excellence Framework);
- 6) 'change management' at the University.

Members concluded that in its current iteration the risk register was not approved. The register would be reviewed again at the next meeting in November 2016, after items had been updated by the relevant Accountable Senior Manager.

15/48 PREVENT DUTY – UPDATE [Paper G897]

The Clerk provided an update for members on the University's compliance with its responsibilities to have "due regard to the need to prevent people from being drawn into terrorism." This had required submission to HEFCE of a detailed 'Prevent duty' by 1 April 2016, which had been completed but with feedback that further development was necessary.

Central to the *Prevent* duty was the Events Policy, which had been newly developed for the University. This included the Code of Practice on Freedom of Speech, which had been approved by Academic Board in March 2016. Further work was needed to develop the Safeguarding Policy and Mental Health and Wellbeing Policy. The *Prevent* duty would also require significant training for staff to raise awareness, and there would be an annual report to HEFCE on behalf of the Board (with the first report due in December 2016).

Members noted the importance of the *Prevent* duty and the need to comply with HEFCE deadlines, but expressed concern that the Events Policy, as received at the meeting, would have implications for many services at the University and affect many day-to-day operations. It was also important that the Policy was reviewed by the recently appointed Director of Development, given the potential impact on alumni operations.

It was agreed that a working group should be established to oversee continuous improvement of the Events Policy. This group would be chaired by the Provost and its membership should include the Director of Development.

The Board approved the Events Policy and the Code of Practice on Freedom of Speech for submission to HEFCE, subject to regular review and improvement of the policy. All revisions should be considered by Academic Board, prior to final approval by Board of Governors.

15/49 STUDENTS' UNION STRATEGY TO 2020 [Presentation]

The Board received a video presentation by the Students' Union, which explained their strategic aims to 2020. Members complimented the Students' Union for a Strategy that was thorough, accessible, used innovative presentation, and clearly articulated the Union's plans and priorities for the services it provides to students.

The Chair welcomed the level of partnership between the University and the Students' Union, as working collaboratively in this way greatly contributed towards developing and improving the student experience.

The Board agreed three actions to raise awareness of the Strategy:

- 1) a link to the presentation online should be circulated to members;
- 2) the presentation would be shown again at the beginning of the next meeting of Board of Governors, so that those members not in attendance could comment on it;
- 3) the presentation should be shown at the next meeting of the Academic Board.

15/50 REVISED APPEALS PROCEDURE [Paper G898]

The Clerk noted that this was the first time the Appeals Procedure had been updated since 2010, and that this had been prompted by new guidance issued by the OIA (Office of the Independent Adjudicator). The changes to the procedure included facilitating the online submission of appeals and improvements to the way in which appeals were 'sifted' for eligibility. This would now be done by two 'independent' members of the Appeals Panel, removing the Chair of the Panel from this process.

The 'Request for Review' had been replaced by a review of process conducted by a senior member of staff, as this would be more consistent with OIA guidance. It was noted that there had not yet been an appeal at the University that had progressed beyond the internal appeal panel.

The Board approved the revised Appeals Procedure for introduction at the start of the 2016/17 academic year.

15/51 PROPOSED SUBCOMMITTEE OF ACADEMIC BOARD: ADMISSIONS & STUDENT SCHOLARSHIPS COMMITTEE [Paper G899]

The Clerk presented a proposal for a new sub-committee of Academic Board to consider Admissions and Student Scholarships. This would be an improvement on the current system, in which responsibility for admissions policy was delegated to the Academic Board, which in turn delegated it to the Registrar & Director of Student Services.

Establishing a formal sub-committee would give greater institutional oversight of the admission of students as an academic process. It would also facilitate review and development of admissions and scholarships policies for both home/EU and international students.

The Board approved the establishment of the Admissions & Student Scholarships Committee.

15/52 UPDATE ON PROGRESS AGAINST ACADEMIC STRATEGY [Paper G900]

The Board noted that this was an important paper, as it provided an update on a number of significant developments that were planned for undergraduate curriculum. These included:

- to move delivery from three terms to two semesters;
- to increase flexibility of choice and opportunities for interdisciplinary studies;
- the recent approval of a new academic framework for undergraduate modules;
- modifications to the structure of the academic calendar year.

The meeting recognised that it was essential to identify and evaluate all areas of potential risk for proposals representing this degree of change as the University. As planning was well underway and many of the proposals would begin implementation in the autumn term, Board members were encouraged, having reviewed the paper, to feed back any responses at the earliest possible opportunity.

It was agreed that this paper would be circulated to all members, with a request to provide individual feedback and comments to the Deputy Vice-Chancellor and Provost.

Members requested a full progress report at the next meeting, and agreed that any risks arising from this activity should be added to the University's risk register.

15/53 COMPLIANCE WITH CONCORDAT TO SUPPORT RESEARCH INTEGRITY – ANNUAL ASSURANCE STATEMENT TO HEFCE [Paper G901]

The Board received the paper 'Compliance of Bath Spa University with the Concordat to Support Research Integrity', which would be included in the Annual Assurance Statement to HEFCE (Higher Education Funding Council for England). The purpose of this report was to provide reassurance that staff research at the University was ethical, and to give formal confirmation of this to the funding body. The submission of the compliance report was a condition for receiving HEFCE research funding in 2017/18.

The Board approved the compliance report, subject to it being circulated to all members not in attendance and their approval being confirmed. It was also requested that members receive the compliance statement further in advance of the submission date in future years, to enable more thorough consideration of this area of responsibility.

15/54 STUDENT AGREEMENT [Paper G902]

The Board received a revised Student Agreement for 2016/17, which was updated on an annual basis by the Student Representatives Committee (SRC). Minor changes were proposed to the Agreement, including improvements to the quality and consistency of presentation, and ensuring that all web-links were correct. The SRC also recommended that a working group be convened to undertake more significant revisions to the Agreement for the 2017/18 academic year.

The Board approved the Student Agreement for 2016/17 and the recommendation for a Working Group to undertake thorough revision of the document.

15/55 ITEMS FOR RECEIPT

The following items were received:

- Students' Union Annual Compliance Report 2015-16 [Paper G903]
- Data Protection Policy [Paper G904]
- Modern Slavery Act [Paper G905]
- Staff Diversity Data Report 2014/15 [Paper G906]
- Minutes:

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| Academic Board | 19 th January 2016 & 15 th March 2016 |
| Policy & Resources Committee | 11 th November 2015 & 10 th February 2016 |

15/56 ANY OTHER URGENT BUSINESS

Efficiency and frequency of meetings

Members noted that the length of the agenda and the importance of the issues to discuss had made it challenging to give every item full consideration within the time allotted for the meeting.

Furthermore, a number of members were unable to attend the meeting or only attended part.

The Board suggested that the following be considered as means of improving the effectiveness of Board meetings:


- a more efficient process for reporting sub-committee business to the Board;
- increasing the frequency of meetings, perhaps to 5/6 per year;
- arranging the business of each meeting around a specific theme;
- greater prioritisation of the agenda to guide discussion.

There being no further business, the meeting closed at 5:15pm.

Mr George Olden
Acting Deputy Clerk to the Board of Governors
July 2016

Signed as a record of confirmed minutes by:

Ms Jane Henderson
Chair



Date

16 November 2016