



BOARD OF GOVERNORS

Minutes of the meeting held on 10th February 2016
at 1.30pm at Newton Park

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| <u>Present</u> | Ms J Henderson [Chair] Professor R Alexander Mr W Archer Ms N Campbell Dr K Doern Ms T Fisk Ms L Fleming | Mr B Galliver Ms R Heald 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 T Foot [Deputy Clerk] Mr N Latham Mr J Rushforth* | Professor N Sammells Ms Vivienne Stern Mr K Wright |
| <u>Apologies</u> | Mr M Francis | Revd E Mason |

* denotes those in attendance for only part of the meeting.

15/16 MINUTES OF THE MEETING HELD ON 11 NOVEMBER 2015

The minutes were agreed as correct, subject to minor typographical amendments.

15/17 MATTERS ARISING

Staff survey: The survey would be undertaken in November and the results reported to the Board in February of the following year.

15/09: The risk appetite statement will be dealt with in a later meeting.

15/10: The Board noted that a paper dealing with this item was on the agenda for discussion.

15/11: It was confirmed that the University Solicitor had reviewed the letter but only after it had been issued.

15/12: This matter would be dealt with in future meetings of the Audit Committee.

15/15: Newly appointed Director of Development, Kate Love, would review the process. At present there are no current applications to any trusts.

15/18 CHAIR'S BUSINESS

The Chair noted that several agenda items were being presented for information only and not for discussion. The Chair asked for any objections to be noted at this time and there were none.

The Chair attended a "first class" finance workshop organised by Neil Latham and thanked the other governors that were also in attendance. For those not able to make this session, the Chair highly recommended attendance at any future sessions.

At the governors' dinner last night, the content of John Rushforth's report was discussed. The Chair therefore intended to hold individual discussions with governors concerning the likely impact of the report.

15/19 CLERK'S BUSINESS

The Clerk reported that he was working with a company called Virtual Boardroom with a view to delivering board papers to governors electronically. Updates would be provided in future meetings.

INDEPENDENT REVIEW OF GOVERNANCE [Paper G873]

Mr Rushforth presented the headlines from his report. The University was well placed to face the increasing pressures that governing bodies were likely to face under prospective legislation. One question for governors was whether the University should move from a "compliance and checking" model to one of "engagement and added value".

The Board was asked whether it should become more involved in the workings of the Academic Board. Whilst it may be desirable to improve understanding of the work that is already undertaken to support academics, there was no need to recreate systems and processes that already exist. The example of City University was mentioned, where an annual report and opinion of the workings of the Academic Board was presented to the Board of Governors. Other universities had representatives on both boards. Governors needed to consider what would be most appropriate for the University.

It was felt that there were no identified problems but that the Board would benefit from increased awareness. It was agreed that unconfirmed draft minutes of the Academic Board would be circulated to the Board in view of the time it was taking for confirmed minutes to be received. In relation to the current meeting, the confirmed minutes of the Academic Board were noted to be of a meeting that took place some 7 months earlier.

It was noted that it would be generally difficult to separate academic matters from other points of interest and that the Board should consider what form of engagement with Academic Board would be workable and which form governors would be most likely to engage with. An example of a governors' lunch, attended by academics, was given as a useful method of engagement.

At present the Quality Assurance Agency (QAA) was the regulator of the quality of academic boards. However, the future of the QAA was uncertain. The Vice-Chancellor's strategy was to bring points of interest to the attention of governors either at formal Board meetings or at other events such as the strategic away day. Mr Rushforth believed that HEFCE would place

increasing reliance upon governors in the future and that the QAA would move towards regulating collaborative provision.

It was also suggested that governors consider the meaning of 'engagement' both in the context of Academic Board and of students. Was the meaning simply to receive information; or something more substantial? The level and type of engagement would differ between governors according to their respective skills and experience. It was considered that while governors often received 'big picture' presentations, they sometimes lacked the necessary information to make informed decisions. The University could assist by providing some contextualisation of decisions it asked the Board to make.

Governors expressed that there was no desire to interfere in the operation of the Academic Board. The roles of this Board and the Academic Board were kept deliberately separate in the Articles of Government. Rather than governors sitting in on the Academic Board, a 'bridging device' might be more appropriate. It was also felt that the staff governor role could be used to provide greater insight into the role and responsibilities of academics and also to communicate the role of governors to members of the University's staff.

In order to consider student engagement, governors considered that a "barometer" of student experience would be helpful. For example, if students were present when (or around the same time as) information was provided to governors, their views could be sought to inform decision making. The possibility of extending membership of the Board to accommodate a recent graduate of the University was discussed positively. The Board agreed to co-opt an additional student governor, who should be a postgraduate.

The Board had chosen to voluntarily adopt the CUC Higher Education Code of Governance. It was agreed that copies of the University's Articles of Government would be circulated to governors. It was felt that the Articles would benefit from a review and general updating but that this was difficult under the current legislation as any variations needed to be approved by the Privy Council.

The cost of governance was discussed. It was mentioned that there was no accepted readily available data on this topic and that if the University was to commission its own benchmarking report, the cost was likely to outweigh any perceived benefit.

The Board heard that Mr Archer had agreed to chair a new International Strategy Group as a sub-group of the Board.

The Board thanked Mr Rushforth for his report. Mr Rushforth left the meeting.

15/20 VICE-CHANCELLOR'S REPORT [Paper G874]

The Vice-Chancellor informed governors that the University had responded to the Green Paper and that a copy of the response was included in the items for receipt. Governors were invited to a talk being given by Anthony Grayling on 15 February.

Notwithstanding that the University did not currently offer a BA Liberal Arts, the University had led the way with the establishment of the Global Academy of Liberal Arts (GALA) and the College of Liberal Arts (CoLA).

It was agreed that governors would be provided with an organisation chart for CoLA.

The possibility of appointing a Professor of Design to complement the existing liberal arts offer was discussed. The University was actively considering this at present alongside the creation of an undergraduate design course.

The University's partnership with Lifelong College had been terminated and the arrangements handled well in the circumstances. Reference to the University had been removed from Lifelong's website but the College remained a partner whilst the remaining cohort was taught out. Therefore, Lifelong College remains a partner for QAA purposes. It was agreed that any follow up enquiries from the QAA would be disclosed to governors but it was noted that the likelihood of significant reputational damage was low. The Board expressed a desire to learn lessons from this incident once a resolution had been navigated.

15/21 STUDENT RECRUITMENT 2015/16 AND APPLICATIONS FOR 2016 ENTRY [Paper G875]

The Clerk advised the Board that the position this year was very close but still short of the same time a year earlier. Notwithstanding this, the University was considered to be in a better position than its benchmarked competitors and was looking to recover ground (compared with last year) by making earlier offers and converting more strongly. At the time of last checking, the University had made 1,000 more offers than at the same point last year, which represented an increase of 15%. The University had also received 30% more firm acceptances compared with last year.

When considering all applications received in the current year, the ratio of firm acceptances was 1.5% higher than last year, which if reflected over the entire admissions cycle, would equate to an additional 100 students.

Criminology and creative computing were particular success stories this year. On the other hand, the recruitment of trainee teachers was particularly fraught across the sector. This was because central government had tightly controlled the process and could provide a little as 24 hours' notice that recruitment to a particular course would be closed. Against this backdrop some of the University's competitors were collaborating (UWE and Falmouth, for example) and this was increasing competition.

15/22 'THE FUTURE OF BATH SPA': STUDENT CONFERENCE 2015 [Paper G876]

Mr Galliver reported that he had organised the conferences with staff and students to coincide with the launch of the University's strategy. The Board expressed a desire to hear more from students about their experience and welcomed sessions of this nature. The Board also particularly welcomed the inclusion of the students' comments in the corresponding Board paper and it was suggested that these be filtered down to members of the University's staff through the Academic Board.

The Board briefly discussed the role of the Students' Union in facilitating foreign language study where it was felt that resourcing was a particular issue.

15/23 PREVENT DUTY – INTERIM REPORT [Paper G877]

The Clerk explained the statutory footing of the *Prevent* Duty and that although the legislation was enacted under widely reported protest from the sector, it had nonetheless been enacted. Further, HEFCE had been appointed to monitor compliance which was compulsory.

It was proposed to consider the Duty in a similar way to the separate “safeguarding” responsibilities. The essence of the Duty was one of protecting vulnerable students.

In order to ensure compliance, the University was reviewing various existing policies and procedures. There was also a need to establish a Code of Practice on Free Speech together with a protocol for inviting external speakers onto University premises. IT regulations were also under review.

The Clerk had completed and submitted to HEFCE an initial self-assessment of compliance. Training providers were being sought out and trialled. In due course, it was likely that members of the Board would have to undergo training.

15/24 POLICY AND RESOURCES COMMITTEE

Convener’s Update

The Convener reported that the Committee had heard of the work of the University to improve the efficiency of the firewall to respond to phishing and scamming attacks with a possibility of applying for industry certification in the future.

The Committee also received a paper on pension liabilities. The liability of both the Teachers’ Pension Scheme and the Local Government Pension Scheme was a growing issue for the sector as a whole. One solution may be to offer some staff the option of a “defined contribution” scheme alongside the existing “defined benefit” scheme.

UPDATE ON JOINT VENTURE WITH SHORELIGHT [Paper G878]

The Board noted that the difficulties of the past appeared to have been overcome with the new working model. Although profits are modest, students are progressing to the University which is an achievement. The Board was pleased that Bath Spa Global was operating as a successful pathway for students not quite ready to join the University.

ESTATES DEVELOPMENTS [Paper G879]

The University was responding to the council’s place-making plan in the hope that the final plan would correctly record the University’s strategy for growth and, therefore, properly recognise its expansion needs. A planning decision on the Herman Miller site had been delayed until mid-March which was disappointing but nevertheless provided an opportunity for the University to deal with planning concerns raised by council officers. The Board also heard that the University had agreed heads of terms for the purchase of the Stothert & Pitt sports ground close to the entrance to the Newton Park campus.

15/25 AUDIT COMMITTEE

Convener’s Update

The Convener advised that audited accounts for the University and its subsidiary had been received as well as those for Bath Spa Global. The submission of TRAC data had also been

approved. The Committee had discussed papers relating to both staff and student recruitment and one outcome of this was that HR would be tightening procedures for checking qualifications at recruitment stage. Work on encrypting University data needed to be expedited but only to the extent that such data represented a risk to the University and where a solution had been identified. The internal audit work would be retendered and the new manager of the incumbent auditor would be advised of this. The University Solicitor was in attendance at the Committee to provide a view on the legal and regulatory internal audit report.

15/26 ITEMS FOR RECEIPT

The following items were received:

Response to the Green Paper [Paper G880]
Students' Union Annual Report 2014-15 [Paper G881]
Annual Report on Complaints 2014/15 [Paper G882]

Minutes

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| Academic Board | 21 st July 2015 |
| Academic Board | 3 rd November 2015 |
| Audit Committee | 24 th June 2015 |
| Policy & Resources Committee | 24 th June 2015 |

15/27 ANY OTHER URGENT BUSINESS

There being no further business, the meeting closed at 3.58pm.

Mr Tristan Foot
Deputy Clerk to the Board of Governors
February 2016

Signed as a record of confirmed minutes by:

Ms Jane Henderson *janette henderson*

Chair

Date *4 May 2016*