

BOARD OF GOVERNORS

Minutes of the meeting held on 28 JUNE 2006 at 1400 hrs at Newton Park

<u>Present:</u>	Mr I Ahluwalia Mr J Amey Professor J Brown Mr D Copley Mr D Croker Cllr J Gay Mr A Harris	Professor F Morgan (Vice Chancellor) Mr I Phillips Ms S Pirie (Chair) Mr M Roy Professor G Smith Ms S Talbot-Williams Ms M Toman
<u>In attendance:</u>	Mr A E Dewberry (Clerk) Mr J Brady Mr S McDonough Mr D Pickett	Dr A Thomas Professor D Timms Mr K Wright
<u>Unable to attend:</u>	Professor P Luna, Mr P Parker, Dr R Woodbridge	

05/46 Dr R WOODBRIDGE

The Chair requested that the Clerk convey the best wishes of the Board of Governors for a speedy recovery from ill health to Dr Woodbridge.

05/47 MINUTES : 26 APRIL 2006

Minutes of the meeting held on 26 April 2006, which had been circulated, were received as a correct record.

05/48 MATTERS ARISING

05/38.3 National Teaching Fellowship Scheme

The Vice Chancellor reported that Dr G. Garrard, School of Environmental Sciences, had been awarded a National Teaching Fellowship, thus becoming the fourth member of the University academic staff to win an award under the scheme.

05/49 CHAIR'S BUSINESS

05/49.1 Dean Copley, retiring President of the Students' Union

On behalf of the Board, the Chair expressed her appreciation to Dean Copley, for his positive contribution to the work of the Board over the previous year. Mr Copley's term of office as President of the Students' Union would expire on 30 June 2006.

05/49.2 Mr Ian Phillips, retiring Deputy Chair

On behalf of the Board, the Chair expressed her appreciation for the positive contribution and outstanding support of Mr Ian Phillips in his capacity as Deputy Chair of the Higher Education Corporation over the previous eight years.

05/49.3 Dean of Education

At the invitation of the Chair, the Vice Chancellor introduced Mr Steven Ward, who had been appointed Dean of Education following interviews held on the previous day.

Mr Ward outlined his confidence in and vision for the School of Education. He outlined some of the opportunities which he felt the School should develop for the benefit of students in the future, not only in relation to continued success in teacher training, but also in the wider context of the employability of students in an increasingly global knowledge economy.

05/50

**CO-OPTED MEMBER : PRESIDENT OF THE STUDENTS' UNION
2006 / 07**

The Clerk referred to Paper G522, advising the Board of the election of the President of the Students' Union for the year commencing 1 July 2006.

The Board of Governors:

- a) received Paper G522; and
- b) noted the appointment of Mr David Pickett as President of Bath Spa University Students' Union 2006 / 07, and as a member of the Corporation with effect from 1 July 2006.

05/51

CO-OPTED MEMBER (EDUCATION)

The Clerk referred to Paper G523 informing the Board of the action being taken to fill the impending vacancy for a Co – opted Member of the Corporation arising from the expiry of the term of office of Mr Andrew Harris on 21 November 2006. Mr Harris had indicated his willingness to stand for a further period of office.

The Board of Governors:

- a) received Paper G523, and
- b) noted that the Clerk had initiated the Board's procedure for the appointment of Co – opted members.

05/52

DEPUTY CHAIR : APPOINTMENT

The Clerk referred to Paper G524 inviting the Board of Governors to appoint from its membership a person to hold the established office of Deputy Chair of the Higher Education Corporation consequent on the retirement from office of Mr I Phillips.

A single nomination had been received.

The Board of Governors:

- a) received Paper G524, and
- b) agreed to appoint Mr Philip Parker to serve as Deputy Chair for

a period of three years commencing 1 September 2006.

05/53

MEMBERSHIP OF STANDING COMMITTEES

The Clerk referred to Paper G525 inviting the Board of Governors to approve revised membership of its Standing Committees.

Following consideration, the Board of Governors:

- a) received Paper G525;
- b) approved the composition and membership of its Standing Committees as set out in Appendix A;
- c) approved the change of name of the Emoluments Committee to Remuneration Committee;
- d) approved revised Terms of Reference for the Nominations Committee as set out at Appendix B, and
- e) appointed Mr Inderjit Ahluwalia and Mr Julian Amey as Convener and Deputy Convener respectively of the Audit Committee with effect from 1 November 2006.

05/54

VICE CHANCELLOR'S REPORT

At the Board lunch held immediately prior to the meeting, the Vice Chancellor had given a resume of the challenges, and responses of management to those challenges, which the University had faced during the previous 12 months. The Vice Chancellor indicated that he had nothing further to add to that statement.

05/55

RESEARCH DEGREE AWARDING POWERS

The Vice Chancellor introduced Paper G526 inviting the Board of Governors' to:

- confirm their intention to apply for research degree awarding powers for the University
- note aspects of the procedure which would now be followed in pursuance of the application. A further report would be brought to the next meeting of the Board

Professor David Timms, Deputy Vice Chancellor, expanded on his report including a description of the Quality Assurance Agency (QAA) inspection procedure.

Following discussion the Board of Governors:

- a) received Paper G526;
- b) confirmed the long standing commitment of the Board to achievement of research degree awarding powers;
- c) noted that the "Critical Self Analysis", making the case for the application would be presented for approval to the next meeting, and
- d) agreed that members of the Board attending (or who had attended) training courses in Leadership and Governorship related matters should provide the Clerk with relevant details.

BOARD EFFECTIVENESS REVIEW

The Chair referred to Paper G527 presenting a summary of governors' views and suggestions arising from the questionnaire to members on the Board's own effectiveness and performance. The Paper also set out comments and proposed responses to the issues identified in completed questionnaires.

The Chair considered the exercise had been a very helpful process and expressed her appreciation to members for their input.

The Vice Chancellor expanded on the Paper and invited the Board to express views on the outcome of the questionnaire generally, and specifically in relation to:

- possible preparation by the Clerk of a report on procedures for the appointment of governors
- possible development of a system of governor mentors
- a proposal for a day or half day to be set aside immediately prior to a Board meeting to enable governors to visit University sites and facilities, view student work and receive presentations on specific subjects or areas of activity

Following discussion, the Board of Governors:

- a) received Paper G527;
- b) agreed that:
 - i) the Clerk prepare a report on the procedures for appointment of governors;
 - ii) no action be taken on development of a system of governor mentors;
 - iii) the proposal for a day or half day to be set aside immediately prior to a Board, (as described above), be approved, subject to adequate notice of the arrangement and prior consultation with members on the topics to be considered
 - iv) the arrangement at (iii) above be an annual event, the most appropriate time being prior to the January meeting of the Board, and
- c) noted that any member wishing at any time to raise issues relating to effective governance (or any other issue) should have no hesitation in contacting the Chair, Vice Chancellor or Clerk, and should feel free to do so either in person or via e mail.

ACCOMMODATION STRATEGY: UPDATE, FINANCIAL ARRANGEMENTS, APPROVALS.

The Vice Chancellor referred to Paper G528 informing the Board of:

- progress in relation to the disposal of Somerset Place, in respect of which contracts had been exchanged on 27th June 2006
- the current position in relation to the proposed acquisition of a site for development of a new campus at South Quays, Bath

- the University's approach to financing the proposed South Quays development
- negotiations taking place and which were aimed at securing appropriate additional student accommodation to replace that which would be lost by the disposal of Somerset Place and also to meet the shortfall in accommodation for first year students which would arise by September 2009

The Paper also sought approval to acquisition of the freehold of the South Quays site (subject to granting of planning permission) and to the design costs in preparation of a successful planning application.

At the invitation of the Vice Chancellor, the Deputy Vice Chancellor, Mr A E Dewberry, expanded on the Paper.

During the ensuing discussion the Vice Chancellor, Mr Dewberry and the Director of Finance and Resources, Mr Jon Brady, acknowledged that the project represented a significant risk to the Institution. However, they each emphasised that all necessary and appropriate action, including risk analyses, had been taken, and would continue to be taken, to mitigate that risk.

The proposal was consistent with the prudent approach which had characterised development of the University hitherto and was not predicated on continued expansion, (although it would provide additional capacity if required). Moreover, the greater risk was not to proceed with the project, as previous reports to the Board had explained.

Following discussion, the Board of Governors:

- a) received Paper G528;
- b) expressed their appreciation for the work undertaken to date by the Vice Chancellor and his senior team;
- c) endorsed Management's approach to the development of a new campus at South Quays, Bath and to the acquisition of additional student housing;
- d) noted the proposed financial arrangements for the acquisition of the South Quays campus;
- e) approved the freehold acquisition of the South Quays site at the best price achievable by the Vice Chancellor (and in any event not exceeding the price quoted in recommendation (c) of the Paper), the cost to be funded from University cash holdings which would include the proceeds from the sale of Somerset Place;
- f) approved the minimum necessary initial expenditure (not exceeding £500,000) on design of the new campus – to include preparing documents suitable for making a successful planning application;
- g) agreed to delegate to the Vice Chancellor authority for appointing a preferred lender with the intention of securing borrowings as described in the Paper, and
- h) noted that a presentation by the University's design team would be made to the meeting of the Board to be held in January 2007.

05/58

STRATEGIC PLAN 2006 / 07 – 2008 /09

Dr Alun Thomas, expanded on Paper G529 which invited the comments of the Board on the final draft version of the University's Strategic Plan for the years 2006 / 07 – 2008 / 09.

Following discussion the Board:

- a) received Paper G529;
- b) agreed to delegate to the Vice Chancellor authority to sign off the final version of the document for submission to the Higher Education Funding Council (HEFCE), and
- c) requested that a summary of the document be prepared for marketing purposes and for circulation to interested parties including students and staff.

05/59

STAFF RECRUITMENT

The Vice Chancellor introduced Paper G530 presenting an analysis of staff recruitment to the University and describing the strategies the University had in place to address areas of recruitment difficulty and to secure good recruitment.

Following consideration the Board of Governors received Paper G530.

05/60

PAY FRAMEWORK AGREEMENT

The Chair advised that, earlier that day the Policy and Resources had recommended the Board to approve the recommendations set out in Paper G531.

Introducing the Paper, which also explained the steps now required to conclude the agreement (including final minor amendments to be agreed with the Trades Unions) the Vice Chancellor expressed his appreciation to:

- the Head of Personnel (Mrs Karen O'Flaherty), Deputy Vice Chancellor (Dr Alun Thomas) and the Director of Finance and Resources (Mr Jon Brady) for their achievement in securing agreement with the Trades Unions on this key agreement, which represented a fundamental advance in fairness, grading and equality in the pay arrangements of the University
- the Trades Unions without whose support and co operation the agreement could not have been achieved

Following discussion the Board of Governors:

- a) received Paper G531;
- b) delegated authority to the Vice Chancellor to approve the final version of the Bath Spa University Framework Agreement, and
- b) approved implementation of the agreement with effect from 1 August 2006.

05/61

STUDENTS' UNION BUDGET 2006 / 07

In introducing Paper G532, recommending the level of block grant payable to the Students' Union (SU) for 2006 / 07, the Vice Chancellor commented that the activities of the SU represented very good value for money for students and for the University.

Mr Dean Copley, retiring President of the SU, expressed his appreciation for the continuing support of the University. The past twelve months represented a successful year of transition, including successful establishment of the new premises.

Following consideration, the Board of Governors :

- a) received Paper G532, and
- b) approved the block grant for 2006 / 07 in the sum of £194,335.

05/62

BUDGET 2006 / 07

The Director of Finance and Resources, Mr Jon Brady, referred to Paper G533, seeking approval for the Budget 2006 / 07. The Budget had been recommended for approval by Policy and Resources Committee earlier in the day and had previously been discussed by the Board (Minute 05/41, 26 April 2006 refers) and by the Academic Board on 6 May 2006.

Following consideration the Board of Governors :

- a) received Paper G533, and
- b) approved the Budget for 2006 / 07.

05/63

ITEMS FOR RECEIPT

The Board of Governors formally received Minutes of the following meetings:

Policy and Resources Committee	:	25 January 2006
Audit Committee	:	11 April 2006

05/64

OTHER URGENT BUSINESS

None.

The meeting closed at 16.10 hrs.

Anthony E Dewberry
Clerk to the Board of Governors
29 June 2006