

## BOARD OF GOVERNORS

### Minutes of the meeting held on 25 OCTOBER 2006 at 1330 hrs at Newton Park

Present:

Mr J Amey	Mr I Phillips
Professor J Brown	Mr D Pickett
Mr D Croker	Ms S Pirie (Chair)
Mr A Harris	Mr M Roy
Professor P Luna	Professor G Smith
Professor F Morgan (Vice Chancellor)	Ms S Talbot Williams
Mr P Parker (Deputy Chair)	

In attendance:

Mr A E Dewberry (Clerk)	Dr A Thomas
Mr J Brady	Professor D Timms
Mr C Ellicott	Mr K Wright
Mr S McDonough	

Unable to attend: Mr I Ahluwalia, Cllr J Gay, Ms M Toman, Dr R Woodbridge

#### 06/01 MINUTES : 28 JUNE 2006

Minutes of the meeting held on 28 June 2006, which had been circulated, were received as a correct record.

#### 06/02 MATTERS ARISING

None

#### 06/03 CHAIR'S BUSINESS

##### 06/03.1 Retirement of Dr R Woodbridge

The Chair advised members that Dr R Woodbridge was unable to attend the meeting due to ill health. This was to have been his final meeting as a member of the Board prior to his retirement as a Governor on 21 November 2006. On behalf of the Board the Chair would send Dr Woodbridge a gift together with a formal letter of appreciation for the support and service which he had provided to the Board since 1993. .

##### 06/03.2 Vice Chancellor – Long Service Award

The Chair presented the Vice Chancellor with a Long Service Award which is given to all employees in recognition of 20 years continuous service with the institution.

**06/04**

**APPOINTMENTS PROCEDURE**

The Clerk referred to Paper G534 setting out the process and procedures set by the Board for the appointment of Governors. The report had been requested by members at the meeting of the Board held 28 June 2006 (min 05/56 refers).

Following consideration the Board of Governors received Paper G534.

**06/05**

**CO-OPTED MEMBERS (EDUCATION) : NOMINATION**

The Clerk referred to Paper G535 inviting the Board to make an appointment to an imminent vacancy within this category of Board members.

The Board of Governors:

- a) received paper G535;
- b) approved the appointment of Mr Andrew Harris to serve for a further period as the Co-opted Member (Education), and
- c) approved a period of office as 3 years expiring on 21 November 2009

**06/06**

**INDEPENDENT GOVERNORS: NOMINATIONS**

The Clerk referred to Paper G536 informing the Board of nominations received for appointment to two imminent vacancies within the Independent Members category of Board members. The periods of office of the following members would expire on 21 November 2006:

Ms Stella Pirie  
Dr Roger Woodbridge

The Committee of Independent Governors would meet to consider the nominations immediately following conclusion of the Board meeting.

The Board of Governors received report G536.

**06/07**

**REGISTER OF INTERESTS**

The Clerk referred to Paper G537 presenting a current Register of Interests of all members of the Corporation.

Following consideration, the Board of Governors:

- a) received Paper G537, and
- b) noted the HEFCE Audit Service's express commendation of the manner in which this Board both maintains and publishes its Register of Interests.

**06/08**

**EMOLUMENTS COMMITTEE: BUSINESS CONDUCTED BY POST**

The Clerk referred to Paper G538 reporting that the Emoluments Committee had taken no decisions taken by way of correspondence between its members in the year ended 31 July 2006.

Following consideration, the Board of Governors received Paper G538.

**06/09**

**STANDING ORDERS : TRIENNIAL REVIEW**

The Clerk referred to report G539 presenting the Board of Governors Standing Orders for the conduct of meetings of the Board and its Standing Committees pursuant to Article 7.5 of the Articles of Government.

Standing Order 35 required the Board to conduct triennial reviews of its Standing Orders. Following consultation, the Chair and the Clerk had agreed that the extant Standing Orders did not require change at the current time.

Following consideration the Board of Governors:

- a) received report G539, and
- b) agreed that the extant Standing Orders, a copy of which was appended to report G539, be ratified for a further period of three years.

**06/10**

### **COMMITTEE OF INDEPENDENT GOVERNORS : TERMS OF REFERENCE**

The Clerk referred to report G540 seeking approval to the Terms of Reference for the Committee of Independent Governors.

The responsibilities of Independent members in relation to the appointments process for other Independent members had been defined by the Instrument and Articles of Governance since incorporation in 1989. The HEFCE Audit Service had recently recommended that these responsibilities be translated into formal Terms of Reference.

The Board of Governors

- a) received paper G540,
- b) approved the Terms of Reference for the Committee of Independent Governors.

**06/11**

### **CHAIR'S ACTION**

The Clerk reported action taken by the Chair under Standing Order 33 to approve on behalf of the Board an earlier commencement date for the two new members of the Audit Committee to facilitate the efficient conduct of that Committee's business.

**06/12**

### **VICE CHANCELLOR'S REPORT**

**06/12.1**

#### **Modernisation of Administration (Student Registration)**

The Vice Chancellor reminded the Board that one of the six key organisational objectives he had set, and for which the Board had approved funding, was modernisation of administration through development of and investment in information technology most notably in relation to Registry, Finance, Human Resources, IT and administrative support services.

The benefits of this investment were now beginning to be realised. This year, for the first time, student registration had been completed "on line". Staff and students had been delighted with the new system. Benefits included a speedy enrolment process and a significant reduction in the time students had previously been required to spend queuing.

This was one example of the benefits which would follow from the modernisation agenda. A report outlining other developments and associated benefits and improvements would be submitted to a future meeting of the Board.

**06/12.2**

#### **Future Visits to the University**

The Vice Chancellor advised members that he had arranged visits to the University by Jacob Rees-Mogg, prospective Conservative candidate for the Parliamentary Constituency of North East Somerset, and Boris Johnson, Shadow Minister for Education

These visits had been arranged as part of the prudent and on going dialogue between the University and appropriate political representatives and others, the aim of which was to enhance BSU's profile whilst gaining improved understanding of their views on the future of higher education.

**06/13**

### **STUDENT APPLICATIONS AND RECRUITMENT 2006 / 07**

The Vice Chancellor described encouraging recruitment trends and invited Dr A Thomas to expand on Paper G541 detailing the numbers of students who had applied to BSU for entry in 2006 / 07 and reporting provisional recruitment figures for 2006 / 07 for full-time degree and PGCE courses.

The Board noted that, although applications to BSU had fallen slightly (0.6%), the University had, for the sixth consecutive year, outperformed the sector where applications as a whole had fallen by 2.8%. The recruitment figures, together with data developed against BSU performance indicators and independent indicators published in the Times Higher Educational Supplement, demonstrated the continued attractiveness to students of the University. Recruitment trends would continue to be monitored so that any necessary adjustments to the range and nature of courses offered could be made in order to ensure that the University's competitive position.

Following discussion, the Board of Governors received Paper G541.

**06/14**

### **RISK MANAGEMENT : ANNUAL REVIEW OF EFFECTIVENESS**

Mr J Brady expanded on Paper G542 describing the work carried out in furtherance of the management of risk and invited the Board to consider the effectiveness of the University's internal controls and the ability to achieve its objectives.

The Paper explained

- the risk based nature of the University's internal control systems which were designed to identify the principal risks to the University's policy aims and objectives, to evaluate the nature and extent of those risks and to manage them efficiently, effectively and economically. The process followed HEFCE guidance and had been in place throughout the year ended 31 July 2006.
- policies in relation to the on going revision and updating of the University Risk Register. A copy of the High Level Risk Register was appended to the paper.
- progress made and achievements in relation to the six major organisational objectives for the University (i.e. in addition to the strategic objectives set out in the Strategic Plan). There had been no significant failures during 2005/06. The University had implemented significant changes to prevent recurrence of failures experienced in 2004/05 (i.e. Ofsted inspection and IT data recovery, as described in detail in the 2004/05 review of risk management effectiveness (Paper G500 and Minute 05/07 refer).
- drew attention to the range of reports received by the Board of Governors, the specific reports on risk management scrutinised by the Board's sub-committees and regular feedback to Audit Committee from the university's internal and external auditors. Together with positive reports from the HEFCE Audit Service these reports served to demonstrate the effectiveness of BSU systems of internal controls and management of risk.

Following discussion the Board of Governors received Paper G542.

06/15

## REPORT & FINANCIAL STATEMENTS 2005 / 06

The Vice Chancellor referred to Paper G543 presenting the draft Report & Financial Statements 31 July 2006 and providing additional management accountancy information. The Chair advised the Board of Governors that earlier that day, the Policy and Resources Committee had endorsed the report subject only to minor amendments to narrative.

Mr J Brady expanded on his report and confirmed that the draft Annual Report and Financial Statements, internal controls and corporate governance statements had also been considered by the Audit Committee in the presence of the External Auditors.

Following discussion, the Board of Governors:

- a) received Paper G543;
- b) noted the sound financial results for 2005 / 06;
- c) confirmed in accordance with FRS18, that the accounting policies on pages 14 – 15 of the draft report were appropriate, and
- d) approved the draft Report and Financial Statements 31 July 2006 and delegated authority to the Vice Chancellor and the Chair to sign the final accounts and the Letter of Representation on behalf of the Board of Governors.

06/16

## ACCOMMODATION STRATEGY : SOMERSET PLACE / SOUTH QUAYS

The Deputy Vice Chancellor, Mr A E Dewberry, expanded on Paper G544, informing the Board of the sale of Somerset Place and current developments in relation to the proposed acquisition of a new campus site at South Quays, Bath.

Mr Dewberry explained

- issues yet to be resolved in relation to terms for and conditions of site acquisition
- developments in relation to an application which had been made seeking listing of buildings on the site and the likely impact of a decision to confirm listing. The decision of the Secretary of State on the application was imminent
- preparations being made by the BSU design team for a public consultation exhibition to be held in Bath on 10<sup>th</sup> and 11<sup>th</sup> November. The exhibition, which would outline BSU proposals for the development of the campus site, was a necessary consultation exercise prior to submission of a formal planning application. The exhibition would not take place if listing of the buildings was confirmed. This was because existing BSU proposals would be likely to require modification. Governors would be advised of developments and would receive further details of the exhibition together with a formal invitation and supporting information pack provided the dates for the event were confirmed.

The Vice Chancellor advised members of the continued high level of commitment to the proposed BSU development demonstrated by the local authority (B&NES) and also by the Regional Development Agency (RDA). Nevertheless, in the light of the many issues which continued to emerge he had commissioned a contingency report. This would consider the possibilities that the proposed development of the new campus was either delayed beyond the target completion date of 2009 or that the scheme faltered with no alternative site being available.

Following discussion the Board of Governors:

- a) received Paper G544;
- b) endorsed management's commitment to the development of the South Quays site;
- c) noted that the Vice Chancellor had commissioned a contingency report, and
- d) noted that a full report would be submitted to the Board in January 2007.

**06/17**

**THE TEACHING - LED UNIVERSITY : PERFORMANCE INDICATORS**

At its meeting in April 2006 the Board noted development of a set of performance indicators (PIs) for the University and requested that annual reports on progress be presented to the Board commencing in October 2006 (Paper G520, Minute 05/42 refer). The PIs reflected the corporate strategy and characteristics of BSU as a teaching – led university.

Dr A Thomas expanded on Paper G545 presenting updated data for the chosen set of PIs and describing progress being made against the red and amber PIs (these identified areas of performance requiring improvement). The PI in relation to student employability required further work to recognise that salaries obtained by BSU graduates, the majority of whom were female, would reflect the lower salary status of females in the general workforce.

Following discussion the Board of Governors:

- a) received Paper G545,
- b) noted that a further update would be presented to the Board at the meeting to be held in October 2007, and
- c) noted the continuing work being undertaken to address all indicators where the University performs at or below the standards achieved by peer institutions.

*Note: Annex A to the report (annual data showing weighted PI results for BSU and its comparator institutions) was not attached to the Paper and would be circulated to all members.*

**06/18**

**ANNUAL REPORT ON VALUE FOR MONEY 2005 / 06**

Mr J Brady expanded on Paper G546 presenting the Annual Report on Value for Money (VFM) in accordance with the VFM Policy Statement adopted by the Board at the meeting held in October 2005 (Paper G504, Minute 05/11 refer).

Following consideration the Board of Governors received Paper G546.

**06/19**

**ANNUAL REPORT ON COMPLAINTS 2005 / 06**

Dr A. Thomas expanded on Paper G547 providing details of formal complaints received by the University during 2005/06.

The number of complaints received remained low and most were not well founded or had been dealt with by letter of apology.

Following discussion, the Board of Governors:

- a) received Paper G547, and
- b) agreed that the format of future reports be amended to record the current situation in relation to, and the time taken to resolve, each registered complaint.

**RESEARCH DEGREE AWARDING POWERS**

At the meeting held in June 2006, the Board confirmed their long standing commitment to achievement of research degree awarding powers and noted that the “Critical Self Analysis”, making the case for the application, would be presented for approval to this meeting (Paper G525, Minute 05/55 refer).

Professor David Timms, expanded on Paper G548 seeking approval of the Critical Self-Analysis that makes the case for the University’s application for research degree awarding powers and the Board’s formal resolution to apply for the powers from the Privy Council. The “Critical Self Analysis” document had been tabled at the meeting. It was recognised that consequently members had not had appropriate opportunity to consider and reflect on the content.

Following consideration the Board of Governors:

- a) received Paper G548 including the “Critical Self Analysis” tabled at the meeting;
- b) formally resolved to apply to the Privy Council for the power to award research degrees in the University’s own name;
- c) agreed that governors would consider the “Critical Self Analysis”, and return comments to the Vice Chancellor by no later than 8 November 2006, and
- d) subject to (c) above, delegated authority to the Vice Chancellor, in consultation with the Chair, to sign off the final “Critical Self Analysis, following any necessary amendments.

**DISABILITY EQUALITY SCHEME**

The Vice Chancellor expanded on Paper G549 seeking approval to the University’s Disability Equality Scheme 2006 / 07:

- In July 2006 Governors were informed of the institution’s general statutory duty, with effect from 5 December 2006, to promote disability equality including a specific duty to publish a Disability Equality Scheme (DES) before that date
- the DES, which had been circulated to all members prior to the meeting, was a working document developed by an internal group and covered an initial period of three years. There was a requirement to review the DES in 12 months time.
- The internal Group had worked with BSU colleagues and external agencies to develop the DES. The document was significant in that it denoted a significant change of culture within the institution from a reactive based approach to one which recognised, in a sensitive and proactive way, the need to integrate the needs of disabled people within the every day life and policies of the University

Following consideration the Board of Governors

- a) received Paper G549;
- b) approved the Disabled Equality Scheme as circulated;
- c) delegated authority to the Vice Chancellor to approve appropriate changes to the DES in order to meet the University’s new statutory Disability Equality Duty;

- d) noted that a presentation of the DES would be made to the Board in due course, and
- e) noted that a report on the appointment of a disabled person to the Board would be submitted in due course.

**06/22                    HEFCE : FINANCIAL MEMORANDUM 2006 / 07**

The Clerk referred to Paper G550 presenting to the Board the Financial Memorandum (Funding Agreement) between the University and the Higher Education Funding Council for England (HEFCE).

Following consideration the Board received Paper G550.

**06/23                    ITEMS FOR RECEIPT**

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

Policy & Resource Committee	:	26 April 2006
Audit Committee	:	25 January 2006
Emoluments Committee	:	31 August 2006
Academic Board	:	30 May 2006
		4 July 2006
		10 October 2006

**06/24                    OTHER URGENT BUSINESS**

None.

The meeting closed at 1535 hrs.

Anthony E Dewberry  
**Clerk to the Board of Governors**  
26 October 2006