

BOARD OF GOVERNORS
Minutes of the meeting held on
28 APRIL 2010
At 1400 hrs at Newton Park

<u>Present:</u>	Mr I Ahluwalia Mr J Amey Revd Prof J Brown Ms C Bull Mr J Cozens-Smith Mr A Harris Ms L Ludwell	Professor T Middleton Revd E Mason Professor F Morgan (Vice-Chancellor) Ms S Pirie (Chair) Mr P Parker Mr M Roy Ms M Toman
<u>In attendance:</u>	Professor N Sammells (Acting Clerk) Dr A Thomas Mr J Brady	Mr K Wright Mrs C Puddicombe Mrs A Stone
<u>Apologies:</u>	Professor P Luna Mr I Phillips	Cllr C Watt

09/32 MINUTES

Minutes of the meeting of 27 January 2010, which had been circulated were accepted with two corrections: Mr M Roy confirmed that he had sent his apologies for the January meeting, and 'Son Hill' should read 'Sion Hill'.

09/33 MATTERS ARISING

There were no matters arising.

09/34 CHAIR'S BUSINESS

The Chair began by thanking staff and students who had shown Board members around 'Play on Words', a festival of work by students in the School of Humanities and Cultural Industries. She noted her attendance at a conference of the Committee of University Chairs the previous week and reported on the concerns of colleagues across the sector about future funding for universities; some institutions, she felt, had not addressed their potential difficulties as speedily as others had, including Bath Spa University.

09/35 VICE-CHANCELLOR'S REPORT

The Vice-Chancellor reported on the following:

1. The Newton Park Development. The Vice Chancellor referred to the decision by Policy and Resources Committee, after detailed consideration and deliberation, to approve the University's proceeding to planning application for the academic phase of the development, and its associated costs. He acknowledged that the University and the Duchy were not in agreement but emphasised that, in his view, the latter did not have the final word in stopping the project and that it was right to proceed despite this

awkwardness. The academic elements of the first phase were, the Vice-Chancellor noted, designed to meet the University's long-term academic objectives and to secure its future in a changing higher education marketplace.

2. Financial Strategy. The Vice-Chancellor referred to the University's need to make £3m of savings over the next few years: this in the context of its annual turnover of £50m. Although progress against this target was good, and it represented good news at a difficult time, it might, he added, be necessary to make further cuts as the funding situation clarified after the General Election.

3. The enhanced role of research. The Vice-Chancellor outlined progress against the University's desire to enhance the role of research without detriment to the quality or significance of its teaching. He noted the importance of creating a career pathway which recognised and rewarded research and, in particular, the intention to create promotional Readerships for excellent researchers.

4. Relations with staff and trades unions. The Vice-Chancellor confirmed that relationships with the trades unions remained good in the context of redundancies and planned savings. Both staff and trades unions had been receptive and responsive to the exigencies of the University's financial strategy.

In response to a question from Mr J Amey, the Vice-Chancellor confirmed that the University was a member of the Million+ group, a lobbying organisation which represents the interests of post-92 institutions. He agreed with Mr Amey that the Board might wish in future to invite a spokesperson from Million+ to speak to it on national and strategic issues.

At this point in the meeting, the Vice-Chancellor asked all employees of the University (save the Acting Clerk and those who were members of the Board) to leave as the next two agenda items touched on matters which might prove sensitive to a particular individual employee.

09/36 BSU GOVERNANCE ARRANGEMENTS

The Vice-Chancellor introduced paper G655 which measured the University's governance arrangements against the code of practice established by the Committee of University Chairs in March 2009, and drew the Board's attention to where BSU does not follow the code of practice. The paper offered recommendations in relation to three major matters and five minor matters. The paper itself was, he noted, a robust defence of the University's position and current governance arrangements, but it also recommended an enhanced role for the Nominations Committee. He acknowledged that the Board could be seen from the outside to be of long-standing in terms of continuing membership, with a long-serving chair. However, in his opinion the 'outside view' was less important than the evidence which pointed to the effectiveness of the Board in leading the University's successes in recent years. He emphasised the need for the Board, in addressing the issue of its long-standing membership, to avoid the potential destabilisation which the introduction of a large number of new members, and the loss of several experienced members, might produce. He attested to the rigour with which the Board's subcommittees (Policy and Resources, and Audit) pressed University officers on substantive matters.

The Chair noted that the review of governance arrangements had been started by the previous Clerk, Mr Tony Dewberry (with the assistance of a 'critical friend', Mrs Sue Duncan of Bolton University), and had been completed by the Vice-Chancellor.

Several members spoke in support of the Board's effectiveness and weighed the pros and cons of its continuity of membership.

After consideration, the Board accepted all 7 recommendations without amendment.

09/37 APPOINTMENT OF CLERK TO THE BOARD OF GOVERNORS

The Vice-Chancellor spoke to paper G656 which made a recommendation to the Board concerning the appointment of a Clerk to the Board of Governors: that recommendation having been agreed by the Remuneration Committee. The recommendation was that Dr Alun Thomas, Deputy Vice-Chancellor, be appointed Clerk to succeed Mr Dewberry, and that he be supported in this role by Mr Derek Hamilton, currently Head of the School of Development and Participation. He noted that the University has benefitted from the role of Clerk being carried out by a Deputy Vice-Chancellor who also had senior executive responsibilities. This model, he confirmed, was fairly common in the sector. He outlined to the Board a range of other options, but reported that the Remuneration Committee was in agreement with his proposal and had recommended to the Board that it be adopted. He confirmed that as this amounted to a reallocation of duties there was no need to advertise the post.

After consideration, the Board approved the appointment of Dr Thomas to the post of Clerk to the Board of Governors.

Those people who left the room before item 09/36 now rejoined

09/38 ACTING CLERK'S REPORT

1. Independent Members

The Acting Clerk referred to paper G657 and advised the Board of action being taken to fill impending vacancies in its number: the periods of offices of Mr Ahluwalia, Mr Amey, Professor Luna and Mr Parker were due to expire on 21 November 2010.

The Board noted the Acting Clerk's initiation of its procedures for the appointment of Independent members.

2. Co-opted Member: President of the Students' Union 2010/11

The Acting Clerk informed the Board (with reference to paper G658) of the election of Mr Richard Bidgood as the new President of the Students' Union on March 21 2010. The Board noted his appointment, his co-option to the Board during his period of office and his membership of the Corporation with effect from 1 July 2010. It was confirmed that Mr Bidgood would be invited to attend the June 2010 meeting of the Board.

3. Appointment of Chair

The Acting Clerk spoke to paper G659 which informed the Board that the period of office of its Chair, Ms Stella Pirie, was due to expire on 31 August 2010. The Board noted the implementation of its approved procedures in relation to this vacancy.

09/39 HEFCE ASSESSMENT OF INSTITUTIONAL RISK

The Acting Clerk drew the Board's attention to paper G660, a letter from the Higher Education Funding Council of 31 March 2010 which confirmed that, on the basis of the annual accountability returns for 2008/09, Bath Spa University was not at higher risk across a range of areas including financial performance, student recruitment and retention, audit findings and compliance with HEFCE requirements. The letter also asked that the Chair formally submit it to the next meeting of its Board of Governors.

The Vice-Chancellor noted that the University was better than the sector mean when measured against all the financial benchmarks. Mr Brady confirmed that the University's unusually high liquidity reflected the healthy state of its cash balances.

The Board noted the Hefce assessment of institutional risk.

09/40 BUDGET PROPOSALS 2010 / 11

Mr Brady introduced paper G661, which he described as preparatory to the main report which would come to the Board for approval in June 2010. Discussion centred on issues around student accommodation and rental charges. Mr Cozens-Smith reported student dissatisfaction over the length of rental agreements. Mr Brady reported that Unite (who owned Charlton Court) charged for 51 weeks, and that the University subsidised the arrangement in order to mitigate the effect on students. The agreement with Unite over Waterside Court – where rental agreements were for 41 weeks – had been reached some time ago, before Unite had reacted to changing market conditions. Mr Brady acknowledged that the situation was exacerbated by the fact that the University did not at present have sufficient student accommodation which it managed and controlled itself.

After consideration, the Board received the paper, noted that the detailed annual revenue budget would be presented for approval in June 2010 and approved the proposed 2010/11 arrangements for student rents.

09/41 STUDENT CHARACTERISTICS

Dr Thomas spoke to paper G662 which provided the Board with a description of the characteristics of undergraduate students at BSU and analysed those characteristics by subject and qualification. He drew attention to the marked differences in the characteristics of foundation degree and undergraduate students; in particular, the former had a higher proportion of students from ethnic minorities and from lower socio-economic backgrounds.

After consideration, the Board noted the report.

09/42 HEALTH AND SAFETY PROGRESS REPORT

Dr Thomas introduced paper G663 which provided the Board with a summary of significant actions and developments in Health and Safety Management across the institution over the previous year, together with relevant accident statistics for the period. He drew attention to the fact that BSU had, for the seventh successive year, been awarded the Gold Medal in Occupation Health and Safety.

The Board received the report.

09/43 ITEMS FOR RECEIPT

POLICY & RESOURCES	:	4 NOVEMBER 2009
AUDIT	:	4 NOVEMBER 2009
ACADEMIC BOARD	:	10 NOVEMBER 2009
	:	19 JANUARY 2010

09/44 OTHER URGENT BUSINESS

None.

The meeting closed at 1615 hrs.

Professor N Sammells
Acting Clerk to the Board of Governors
20 May 2010