



## **BOARD OF GOVERNORS**

**Minutes of the meeting held on**

**6 November 2013**

**At 14:00 hrs at Newton Park**

### Present

Mrs S Pirie (Chair)	Ms J Henderson
Professor R Alexander	Professor P Luna
Mr J Amey	Mr S McGall
Mr P Bird	Professor P Martin
Professor P Davies	Mr P Parker
Ms A Dawson	Mr D Pester
Ms T Fisk	Mr M Roy
Mr M Francis	Professor C Slade (Vice-Chancellor)

### In attendance

Mr J Brady	Professor N Sammells
Ms I Cole (Deputy Clerk)	Mrs A Stone
Mr C Ellicott (Clerk)	Mr K Wright

### Apologies

Revd E Mason	Ms M Toman
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### **13/1 MINUTES OF THE MEETING HELD ON 26 JUNE 2013**

The minutes of the meeting held on 26 June 2013 were confirmed as correct.

### **13/2 MATTERS ARISING**

There were no matters arising.

### **13/3 CHAIR'S BUSINESS**

The Chair confirmed that the Committee of Independent Governors had met immediately prior to the full Board meeting, to discuss the appointment of independent members; co-opted members; and Committee membership and conveners.

#### **13/4 CLERK'S BUSINESS**

##### i) Appointment of Independent Members (Paper G778a)

The Clerk introduced his paper and informed the Board of appointments to vacancies for independent members.

The Board agreed that the nominations for independent membership would be filled by Will Archer, Nina Campbell, Martin Francis, Theresa Lloyd and Trevor Osborne.

##### ii) Appointment of Co-opted Members (Paper G778b)

The Board agreed that Rosemary Heald would be co-opted for a period of one year.

##### iii) Committee Membership and Conveners (Paper G778c)

The Board agreed that committee conveners would be Teresa Fisk, Philip Parker and Jane Henderson.

##### iv) Register of Interests (Governors) (Paper G778d)

The Board received the Register of Interests.

##### v) Review of Standing Orders (Paper G778e)

The Board approved the review of Standing Orders.

##### vi) Schedule of Meetings (Paper G778f)

The Board received the schedule of meetings for 2014 – 2016.

#### **13/5 ELECTION OF CHAIR / DEPUTY CHAIR (Paper G779)**

The Clerk notified the Board that he had previously indicated the impending vacancy for Chair and had invited nominations, and that Ms Henderson, the current Deputy Chair, had been nominated by Mr Parker and Ms Fisk. The Nominations Committee had agreed that the Clerk would seek nominations for Deputy Chair and Mr Pester had been nominated, again by Mr Parker and Ms Fisk.

The Board approved the appointment of Ms Henderson as Chair and Mr Pester as Deputy Chair.

#### **13/6 VICE-CHANCELLOR'S REPORT (Paper G780)**

The Vice-Chancellor thanked the Chair, Mr Amey, Mr Roy, Professor Luna and Ms Toman for their long commitment to the Board, and congratulated Ms Henderson and Mr Pester on their election as Chair and Deputy Chair respectively.

She noted that the preparations for the QAA Institutional Review and REF submission had presented a difficult period in the life of the University, but that great progress had been made. The REF submission for 2014 had undergone a long process and research would be submitted in six units of assessment – Education; English Language and Literature; History; Art and Design: History, Practice and Theory; Music, Drama, Dance and Performing Arts; and Communication, Culture and Media Studies: Library and Information Management.

The Vice-Chancellor added that the new academic build, to be called 'Commons', was on track and that the increase in international student numbers stood at 330% since 2011-12. The Board noted that it had been positive to witness such an increase in international student numbers at BSU. It was felt that the balance of the University community would need to be maintained and that integration was important, particularly in the first year.

It was also noted that strike action over pay had taken place on 31 October 2013 and that the University was in the process of collecting numbers of staff who had taken strike action. Disruption had been low to medium and the University would respond to issues as they arose.

The Vice-Chancellor said that Research Celebration Week would take place from 11-15 November 2013. She added that Dr Kate Reynolds had been appointed as the new Dean of Education and that she was due to commence her post on 1 January 2014.

The Board received the Vice-Chancellor's report.

### **13/7 CODE OF ETHICAL FUNDRAISING AND DONORS' CHARTER (Paper G781)**

The Vice-Chancellor outlined BSU's ethical approach to fundraising, in light of the University's newly established Development and Alumni Relations Office. She noted, in particular, the Howard Hodgkin Chair and the development of Sion Hill campus.

The Board ratified the outlined approach to BSU fundraising.

### **13/8 STUDENT RECRUITMENT 2013-14 (Paper G782)**

The Clerk confirmed that the paper was provisional in that it reported on early recruitment figures for the academic year 2013-14. A further report would be compiled in January 2014, when definitive data was available.

He said that the numbers for high achieving ABB students had been retained by BSU. He added that courses delivered at UK partner colleges had decreased, apart from those at Weston College. Numbers of students recruited to courses of PGCE Initial Teacher Training had fallen short, which reflected the challenge posed by a new government system of financial support for trainees.

As regards taught postgraduates, the University had recruited 50% more than in 2012-13. It was noted that there would be a second recruitment round for MA students in February 2014, and that forty-two PhD students had been recruited in Creative Writing. There had been a significant increase in international student recruitment and the University had received a visit from Jeremy Oppenheim, formally from UKBA, who had offered a member of his staff to review BSU's visa arrangements for international students.

The Board noted this report.

### **13/9 NATIONAL STUDENT SURVEY (Paper G783)**

Professor Davies reported that BSU had done exceptionally well in its scoring for student satisfaction in the NSS. However, it was noted that a satisfaction rating of 70% does not necessarily indicate a dissatisfaction rating of 30%. HEFCE had set a benchmark for each University based on student characteristics data, and BSU was in excess of 3% above that benchmark.

Professor Davies added that organisation and management would become a focus for improvement during this academic year. The Board requested that BSU's course rankings could be seen against national rankings in future.

The Board received the report.

### **13/10 STUDENTS' UNION CODE OF PRACTICE (Paper G784)**

Ms Dawson said that the Code of Practice had not undergone a review by the Board since 2010 and that approval was required by the Education Act 1994. She confirmed that there had not been any significant change since 2010, but that there was now a revised complaints procedure and an independent arbitrator for complaints.

It was felt that the reporting of the Students' Union budget should be included in BSU's budget paper in future.

The Board approved the Students' Union Code of Practice.

### **13/11 BATH SPA UNIVERSITY STUDENTS' UNION: FINANCES AND DEVELOPMENT (Paper G785)**

The Vice-Chancellor asked the Board to approve the use of University resources of up to £1,067,000 to part-fund the refurbishment of the Students' Union at Newton Park. She explained that this would be in the form of a 20-year loan, with payments deducted annually from the Block Grant. This proposal would allow for much needed investment in the Students' Union, with a view to the expansion of the student population over the next few years.

She added that the Students' Union was a registered charity and was therefore overseen by a Board of Trustees. Although there was a supportive relationship between the Students' Union and BSU, they were separate legal entities.

The Board noted that BSU operated as a multi-site campus and similar measures may need to be in place at the other sites. It was confirmed that termly graduate forums were taking place for Corsham Court students in relation to this.

The Board felt that the risk of not doing anything was greater than the risk of increased expenditure for improvements, as increasing numbers of students would naturally result in greater income generation. It was vital for the University and the Students' Union to maintain a good working relationship with regard to the development of these changes.

The Board received the paper and agreed a loan of up to £1,067,000.

### **13/12 ANNUAL REPORT OF THE AUDIT COMMITTEE (Paper G786)**

This paper constituted the Annual Report of the Audit Committee to the Board and Vice-Chancellor for 2012/13, as required by HEFCE and the Department for Business Innovation and Skills. Ms Fisk had convened the 2012/13 Audit Committee. The internal auditor for this period had been Mazars LLP, and the external auditor was Grant Thornton UK LLP.

### **13/13 ANNUAL REVIEW OF EFFECTIVENESS: RISK MANAGEMENT AND VALUE FOR MONEY (Paper G787)**

Mr Wright gave an overview of the work that had been carried out with regard to the management of risk within the University, including the effectiveness of internal controls, value for money, and the achievement of University objectives. He noted that the Audit

Committee had received a detailed report on the achievement of value for money in June 2013, not November as previously stated.

The University's Risk Management Policy Statement had last been updated by the Board in October 2008. In addition, the University maintained a High Level Risk Register, which had been updated as circumstances changed. He confirmed that summary risk data presented to the Policy and Resources Committee had shown that all risks identified during 2012/13 had been recorded, monitored and addressed.

The Board received the paper.

#### **13/14 REPORT AND FINANCIAL STATEMENTS 2012/13 (Paper G788)**

Mr Brady presented the report and financial statements for 2012/13 and additional management accountancy information. He noted, in particular, that the management accounts and financial statements reflected a surplus of £1,887,000.

The Board noted the financial results for 2012/13; confirmed the accounting policies in the draft report; approved the draft report and financial statements, delegating authority to the Vice-Chancellor and Chair to sign final accounts; and agreed to re-appoint Grant Thornton UK LLP as the University's external auditors.

#### **13/15 ITEMS FOR RECEIPT**

The Board received the minutes of the Audit Committee of 7 November 2012, and the minutes of the P&R Committee of 23 April 2013.

#### **13/16 OTHER URGENT BUSINESS**

Mr Amey asked for the opportunity to express his sadness at stepping down as a Board member, but said that his participation in the affairs of the institution had been memorable and rewarding and that he hoped to remain involved with the University. The Vice-Chancellor confirmed that a Friends group would be established with a special programme of events, and that she hoped that Mr Amey would take a leading role in the organisation.

There being no further business, the meeting closed at 3.30pm.

Ina Cole  
Deputy Clerk to the  
Board of Governors  
November 2013

Signed as a record of confirmed minutes by:

Ms Jane Henderson .....

Chair

Date .....