

BOARD OF GOVERNORS

Minutes of the meeting held on 28 September 2022 at 12.30 hrs Room CM225/226, Commons, Newton Park campus

Present:

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|--------------------------|-------------------------------------|
| Mr J Glasspool (Chair) | Ms S Lane |
| Dr J Brasted* | Mr S Riad |
| Mr S Egan | Professor S Rigby (Vice-Chancellor) |
| Ms M Evans | Mr N Sturge |
| Ms F Fryer (from item 7) | Dr E Wakelin |
| Ms S Harris | Dr A Workman |
| Ms S Henriksen | |

In attendance:

Ms L Barling (Governance Manager)
Mr P Fox (Pro Vice-Chancellor, Finance and Infrastructure)
Mr D Newman (University Secretary)
Professor G Andrews (Provost)
Ms J Stocks (Chief Financial Officer)
Ms R Johnson (Director of IT) – for item 8
Prof B Morely (Senior digital consultant) – for item 8
Prof R Schaaf (PVC Student Experience) – for item 9
N Karwal, A Tedds and L Bold (SU Sabbatical Officers) – for item 11
A Stone (HR Director) – for items 14 and 15
S Gallagher (Head of Student Wellbeing) – for item 17

* attended virtually

22/01 WELCOME AND APOLOGIES

- 1.1 Apologies had been received from C Stott, J Luxford, V Nawathe, E Casey. J Brasted joined the meeting remotely. F Fryer joined the meeting from 13.00hrs (item 7) onwards.

22/02 DECLARATION OF NEW INTERESTS

- 2.1 The Board **NOTED** that the only new interests reported since completion of the updated Register (as shown in the consent agenda for today's meeting) were as follows:
- 2.1.1 From 3 October 2022, V.Nawathe would become the Executive Director for Dorset Local Enterprise Partnership. The Register of Interests would be updated accordingly.
- 2.1.2 For the sake of full transparency, the Board noted that the nature of some of N. Sturge's roles (as recorded on the Register of Interests) occasionally included projects in which BSU had some involvement - no conflicts had been identified to date, but this was kept under careful review by N Sturge in consultation with the University Secretary.

22/03 PREVIOUS MINUTES

- 3.1 The Board **APPROVED** the minutes from the meeting held on 13 July 2022 as a true and accurate record.

22/04 MATTERS ARISING

- 4.1 There were no matters arising and the University Secretary provided an update on the two outstanding actions, both of which were in progress and were being dealt with as part of the agenda for today's meeting.

22/05 CHAIR'S BUSINESS

- 5.1 The Chair commented on the shape of today's meeting agenda and emphasised that he and the University had been, and would continue to be, responsive to the feedback and observations made in the Turpin review.
- 5.2 The Board **APPROVED** the consent agenda (see agenda item 18).
- 5.3 The Board noted that this was the last meeting for the PVC Finance and Infrastructure (PVC F&I), P.Fox, and governors thanked him for his valuable contributions to the University. It was noted that P.Fox would return to the University in due course for one day a week, in the capacity of 'Senior Consultant', to focus on the Sion Hill sale project.
- 5.4 The Board welcomed J.Stocks, the newly appointed Chief Financial Officer (formerly Director of Finance & Strategic Planning), to her first meeting in her new role.
- 5.5 The Board also noted that this was the last meeting for the Governance Manager, L.Barling, and wished to record their thanks for her work over the past year. The University Secretary was currently recruiting for a new Governance Manager.

22/06 VICE-CHANCELLOR'S UPDATE (PAPER G1248)

- 6.1 The Vice-Chancellor spoke to her report, and the following was highlighted:
- 6.1.1 Management and remediation actions were currently underway in response to the Augar report.
- 6.1.2 The Teaching Excellence Framework (TEF) would open again at the end of September, for submission in mid-January 2023. The University was hoping for a TEF Silver award but was aware that it needed to improve graduate outcomes in order to achieve TEF Gold in the future. The Board would receive a copy of the TEF draft submission in due course.
- 6.1.3 UNISON members had voted to strike on 5 and 6 October 2022, and whilst the University had only a small UNISON membership, the associated risks as referenced in the report would begin to crystallise throughout the academic year.
- 6.1.4 In terms of recruitment, the University was optimistic that it had exceeded its minimum targets but would not know for certain until November. However, it was clear that all of the planning and modelling for this year to date had been accurate.
- 6.1.5 In relation to recruitment, a query was raised about the impact on students who were finding it difficult to source suitable accommodation. The Vice-Chancellor emphasised that the University was always transparent with its students in that it could not always guarantee accommodation and that whilst the University was therefore not in default of any promise that had been made to those students, it was working hard to try and support them going forward. The PVC F&I emphasised that this was due to student number predictions turning out to be higher than originally thought. The Board was assured that next year the University intended to increase the number of nominations agreements so that it could increase block bookings in BSU accommodation. The F&I Committee had requested the data associated with student accommodation in order to assure itself that the University had the capacity to deal with the increasing number of students it recruited, and the committee would be reviewing that data in due course.
- 6.1.6 The Vice-Chancellor raised a concern about the impact of the current cost of living crisis and flagged with the Board that the crisis may result in a deviation of current plans at a strategic level and that the governors would need to remain alive to that.

- 6.1.7 Linked to the above, the Board discussed the relative merits of extending support to students and staff to help alleviate cost of living pressures. Governors discussed in particular the need to balance an increase in the financial challenges that the University was faced with as an organisation with the need to support staff and students as well as it could through a prolonged period of crisis. The Board was supportive of the package proposed by the Vice-Chancellor in the form of the cost-of-living payment for staff that would be added to the December payroll, and the introduction of subsidised hot food at University catering outlets for students. The Board agreed that the University would likely need to amplify rather than reduce support during the winter months. Governors emphasised that the support package was not just about alleviating the immediate issue, but was also about building a stronger relationship with staff and students in the longer-term.
- 6.1.8 The Board was pleased to see that the University had achieved three years of continuous improvement in the NSS relative to the sector, representing a positive trend.
- 6.1.9 As a result of the recent strategy refresh, the senior team and associated executive governance structures had now been altered to better align with the new strategic plan.
- 6.1.10 Governors were reminded that the University was currently undertaking minor works to allow degrees currently being taught at Sion Hill to relocate to Locksbrook Road. However, there was currently an issue with planning consent which was being worked through with the Council. Governors noted that this could lead to a project delay, although contingency plans had been put in place by the University should this occur. The Board would be kept abreast of developments.
- 6.1.11 The Vice-Chancellor reminded the Board that early in the Summer, the University had been contacted by the Office for Students and instructed to undertake a full audit of procedures in respect of recruitment, registration, enrolment and student data returns, with a particular emphasis on arrangements with educational partners. BDO, an independent external audit firm, reported in September, and identified significant areas for improvement, which were now being taking forward under the leadership of the Provost and interim PVC Academic Planning. The Office for Students would take an oversight of this work and would monitor the actions, and a meeting between members of the Senior Team and the OfS was scheduled to take place on 6 October 2022 to discuss the action plan. The University could not rule out the possibility that OfS might take action against it beyond this oversight, but the executive would take legal advice in such an eventuality if necessary. It was anticipated that the work would take around four months to complete, and there would be a reporting line to governors via the Audit Committee for this work, with whom the University Secretary had already shared the audit report and action plan.
- 6.1.12 In relation to the BDO audit, governors were assured that all of the actions would be implemented, and standards would continue to be maintained going forward. In particular, the following mitigations had already been put in place:
- Formal oversight of the BDO action plan and monitoring of actions to be undertaken by the Audit Committee;
 - The introduction of a new Partnerships Strategy Group, chaired by the Provost, comprising of senior colleagues and SU representation, and a new Partnerships Delivery Group which would meet regularly under the Chair ship of the interim PVC Academic Planning, with regular reporting;
 - The development of Partnership KPI's with specific early warning indicators in order for the executive to take a more proactive approach. The Partnership Delivery Group would review the KPI's in detail and flag areas of concern to the Partnership Strategy Group at an early stage;
 - The internal audit plan going forward would be reviewed and agreed by the Audit Committee through the lens of the BDO audit report.

22/07 BATH SPA UNIVERSITY STRATEGIC PLAN, 2022-25 (PAPER G1249)

- 7.1 The Board **NOTED** the updated strategy 2030 document, following discussion and approval of the refreshed content at the July 2022 Board meeting, and **APPROVED** its publication.
- 7.2 The Board discussed the 3-year strategic plan, which included a core set of outcomes that were intended to measure success in this work, and the associated KPI's as models for the

development of future University KPI's. The following comments were made, to be taken into further consideration by the Vice-Chancellor and Senior Team outside of the meeting:

- 7.2.1 The Board was broadly supportive of the direction of travel in the paper, noting that this represented a framework which provided a set of strategic KPI's by which the University could measure the success of the plan, together with a series of operational KPI's to support each of the high-level aims.
 - 7.2.2 The challenge would be how to deliver the plan and whilst measurement was important, the University should be clear about what are the actions being taken, for example, around embedding a sense of purpose for students to help make an impact on students' lives. This would provide staff with a better understanding of where the University was trying to get to and examples such as these would be useful to support and evidence the fact that the University was committed to these ambitious aims now and into the future. Essentially, it was proposed that there could be more 'hooks' in the plan that linked to the top-level ambitions in order that the University and the Board could better hold itself to account and thus assist with achieving the ambitions that the University rightly held.
 - 7.2.3 On the research side, it would be helpful to clarify what the University was doing to set a framework and ambition around research that was more impactful than perhaps just the financial aspect.
 - 7.2.4 The Board broadly commented that it would benefit from a visualisation of the split between the strategic and operational KPI's to provide some comfort to governors that the University was delivering operationally, whilst the Board spent time focussing on driving the organisation forward.
 - 7.2.5 The Board requested an overview report (aggregated data) from the executive of the health of the University's academic portfolio.
- 7.3 Governors were encouraged to provide further input outside of the meeting to assist with the further development and finalisation of the KPI's.

ACTION: All governors

- 7.4 The Board **APPROVED** the strategic plan, subject to the above comments and the finessing of the KPIs.
- 7.5 The Board **NOTED** that the cost-of-living and inflation situation was identified as a possible major threat to delivery, and a threat that required active engagement. Governors acknowledged that the magnitude of this challenge was still emerging and may require the University and the Board to revisit some targets, especially around finances and the speed at which it developed the estate.

Rachael Johnson & Bernie Morely joined the meeting

22/08 STRATEGY FOR DIGITAL TRANSFORMATION (PAPER G1250)

- 8.1 The Director of IT and the Senior Consultant for digital transformation introduced their report.
- 8.2 The Board was reminded that the University's Strategy for Digital Transformation had been developed by the Digital Oversight Group. A near final draft was presented to the Finance & Infrastructure Committee and Senior Leadership Group in February 2022. It was circulated to staff in June and elicited broadly positive feedback, together with a workshop at the University's Learning and Teaching Symposium held in July. Consultation was undertaken with the Students' Union and Senior Academic Representatives, also resulting in positive feedback.
- 8.3 The University's Strategy for Digital Transformation had been developed as a compact, high-level document designed to be easy for multiple stakeholders to engage with, based on a set of core themes and underpinned by a set of driving principles. The Strategy set out a post-implementation vision of the University from core stakeholder perspectives and a series of measures and KPIs by which progress, and the ultimate success of its delivery would be quantified. At the heart of the Strategy was a set of logical building blocks designed to ensure that all elements of the

University's digital estate were developed in a holistic manner which met the University's business requirements and ensured a solid foundation for the future.

8.4 The Board considered the strategy, and the following comments were made:

8.4.1 Governors were broadly supportive of the strategy and commented that the associated KPI's were strong and useful. They were also pleased to see alignment with the University Education Strategy.

8.4.2 Particular areas for the University to think about going forward included: What would be the frequency that the University should review its success; how would the University assess its ongoing ability to transform the culture behind this in order to get the best out of the new systems and tools that it had; and more broadly how could the University understand digital debt in practical terms – i.e. how much resources/money/time was required to address that, and the frequency of clearly seeing the ongoing movement of it.

8.4.3 The Board agreed that the hardest part of the digital transformation was the associated cultural change and staff training and that to some extent this could be measured by the results e.g. how had assessment improved for example, using digital capability. Some of this would also tie-in with Adobe and the creative campus work.

8.4.4 This was an underlying framework strategy, and the goal was to use digital transformation to improve the performance of the University. As such, the KPIs would always be around the University and what it was doing e.g. improving on graduate employability.

8.4.5 The Director of IT agreed to share with the independent governor, Mr S.Riad, a copy of the register of University systems and tools outside of the meeting.

ACTION: R Johnson

8.4.6 Governors flagged the importance of ensuring that BSU students exited their experience at the University in either London or in Bath with a strong set of digital skills. Governors emphasised that they had discussed this previously with the executive in the context of looking again at the concept that the end of graduation did not in effect mean the end point, and that ensuring that those students were continued to be supported after they left the University was essential (and that this way of thinking could also become a potential differentiator for BSU).

8.4.7 Accessibility had not been explicitly mentioned in one of the driving principles in the strategy and the colours used on the strategy document were not appropriate for individuals with sight-related issues, which required correcting. Further, the document needed to emphasise the importance of accessibility between devices as this was not currently referenced.

ACTION: R Johnson

8.5 After detailed discussion, the Board **APPROVED**, subject to the above amendments, the Digital Transformation Strategy for the University.

*Rachael Johnson & Bernie Morley left the meeting
Rebecca Schaaf joined the meeting*

22/09 NATIONAL STUDENT SURVEY 2022: ANALYSIS AND ACTIONS (PAPER G1251)

9.1 The PVC Student Experience introduced her report. The headlines were:

9.1.1 In terms of Overall Satisfaction, BSU had closed the gap against the sector average to just 1 percentage point (0.7 percentage points versus the English average). This was the third year running that the gap had been reduced, with Bath Spa having been 7.1 percentage points behind the English average in 2019.

9.1.2 There were 27 core questions in the NSS, with the OfS setting provider-level benchmarks for each. Taught provision at BSU was now significantly above benchmark for 8 questions, and only significantly below benchmark for one.

9.1.3 Data splits by student characteristic showed that Mature students tended to be more satisfied than average, but that BAME students tended to be less satisfied than average. However, course subject area continued to be the most significant variable in determining Overall Satisfaction.

- 9.1.4 The NSS results had been incorporated into a dashboard of metrics, focusing on the institutional KPIs. Programmes with multiple areas of concern would be entered into Active Monitoring, while the majority would devise Local Enhancement Plans. These would be discussed during the autumn 2022 with the Provost, PVC Student Experience, Vice-Chancellor, and the relevant Head of School and Subject/Programme Lead.
- 9.2 The following was highlighted during discussions:
 - 9.2.1 The activities and investment arising from the Digital Transformation work should improve student satisfaction in a range of areas, including learning resources, IT resources, and organisation and management. These improvements included upgrades to the wifi infrastructure, replacement of computer suites, transition to the Ultra Virtual Learning Environment, becoming an Adobe Creative Campus, launch of the new student app, revision to the MyServices platform, and launch of the My Engagement analytics system and dashboard.
 - 9.2.2 In the next academic year, the focus of efforts would be on Learning Community, recognising this area had proved most challenging within a context of online learning, social distancing and lockdowns. It was anticipated that the more substantive return to campus should improve perceptions of learning community, although the scale of efforts to understand and encourage student engagement in a post-pandemic era should not be underestimated.
 - 9.2.3 Governors were supportive of the movement of the University estates division into the PVC Student Experience's portfolio because it was important to look at the University estate through the prism of student experience.
 - 9.2.4 The Board noted that in the longer-term, the PVC Student Experience felt that it might be helpful to reframe some of the services within the student experience purview to enable improved working between the different teams e.g. security and wellbeing, and accommodation and wellbeing etc.
 - 9.2.5 It was not yet known how the NSS reforms nationally were going to affect the University, but the PVC Student Experience was taking a watching brief on this.

Rebecca Schaaf left the meeting

22/10 SION HILL CAMPUS – SALES STRATEGY UPDATE (PAPER G1252)

- 10.1 The PVC Finance & Infrastructure introduced his update paper.
- 10.2 The Board were reminded that at its April meeting, it agreed an approach to the sale of Sion Hill, while recognising that there were key decisions that would need to be taken as part of the process. This paper updated the Board on progress since April and provided early warning of a decision that may need to be made at its December meeting, following more detailed consideration by the November F&I Committee.
- 10.3 The Board **NOTED** the agreed approach as set out, in particular noting that the indicative timeline set out previously was now as revised in this report.

Neetu Karwal, Alice Tedds and Laura Bold joined the meeting

22/11 STUDENTS' UNION SABBATICAL OFFICER PRIORITIES (PowerPoint presentation, on file)

- 11.1 Led by the SU President, Marianne Evans, the SU Sabbatical Officers presented their priorities for the 22/23 academic year, by way of a PowerPoint presentation. The presentation highlighted in particular the work the students were doing in relation to the cost-of-living crisis, the community, decolonisation and communication between the SU and the University.
- 11.2 Governors commented on the valuable relationship and engagement that the Board has with the University's students and noted the invitation from the SU for governors to attend the SU for a lunch ahead of the December board meeting.

- 11.3 The Board thanked the Sabbatical Officers for their presentation and their valuable contributions and wished them luck during the upcoming academic year.

Neetu Karwal, Alice Tedds and Laura Bold left the meeting

22/12 ACCESS AND PARTICIPATION PLAN REVIEW: UPDATE (PAPER G1253)

- 12.1 The Provost introduced this report, the purpose of which was to update the Board of Governors on a recent review of the University's Access & Participation Plan, undertaken as a result of a new directive issued by the Office for Students (OfS).
- 12.2 In a letter dated 12 April 2022, all Higher Education Accountable Officers were informed that the OfS was seeking to refocus providers' access & participation plans so that they clearly set out how providers would address the following priorities:
- Priority A: Make access and participation plans more accessible in a way that prospective and current students, their parents and other stakeholders could easily understand.
 - Priority B: Develop, enhance and expand their partnerships with schools and other local and national organisations, to help raise the pre-16 attainment of young people from underrepresented groups across England.
 - Priority C: Set out how access to higher education for students from underrepresented groups lead to successful participation on high quality courses and good graduate outcomes.
 - Priority D: Seek to develop more diverse pathways into and through higher education through expansion of flexible Level 4 and 5 courses and degree apprenticeships.
- 12.3 The Board **NOTED** that given the above, the University had therefore undertaken some mapping of the 4 priority areas as part of the request to vary the University's Access and Participation Plan 2023-24 in accordance with the Office for Students guidance.
- 12.4 The Board also **NOTED** that the University had taken the opportunity, as part of this submission, to include mention of recent commitments in its Access and Participation Strategy. In summary, those were:
- the Bath Spa Empowers leadership programme for students of colour;
 - the Re-Ignite programme to support and prepare students to return to their studies following an interruption;
 - a deepening of the University's commitment to support care leavers and others through our signing of the care leavers covenant;
 - reference to BSU's new Sanctuary Scholarship (section 3.1 Financial Support) that strengthened the University's commitment to support students from refugee and asylum-seeking communities, and;
 - the collaborative development of the University's new 'Themes Reading Programme' for KS2 (outreach to widen participation).
- 12.5 Possible future regulatory requirements would most likely continue to focus on the four priority areas set out alongside strengthening the application of robust evidence of what works through use of evaluation frameworks. Increasing emphasis on working across the full education lifecycle, Key Performance Indicators (aligning closely with TEF and B3 conditions) and demonstrating how the University worked in partnership with its students in relation to our access and participation work.
- 12.6 The OfS was currently consulting on its proposals for the delivery of the full suite of reforms to access and participation, including the re-focusing of access and participation plans. The current

direction of travel included the expectation that providers would significantly increase the volume and quality of evaluation across their access and participation activity and publish evidence of what works and does not work in raising school attainment, improving access to and student success in higher education, and securing good graduate outcomes. The focus was very much on the entire student journey and aligned with the TEF and its underpinning metrics.

12.7 The Board broadly supported the idea that building upon the University's longstanding partnerships with schools and colleges and particularly through the School of Education and the work to develop short courses, flexible and diverse pathways into and through higher education provided a strong foundation for preparation for the new access and participation guidance.

12.8 During discussions, the following was highlighted:

12.8.1 The University was currently reviewing its graduate outcomes, in particular the under representation of BAME students and closing the awarding gaps for those students, as well as looking at decolonisation activity and a placing a bigger drive on recruitment of BAME staff. All of these were attempts to be impactful and were a key focus of efforts by the University going forward. A progress update on the University's plans for tackling the issue of graduate outcomes would be considered by the Board in due course. The new Head of Careers and Employability would be leading on this.

12.8.2 There was a discussion about those students who had recently left areas which had low participation in university in the last three years before university, especially students who, for example, ran away from home and were now estranged from some but not all family members. The student governor commented that perhaps more institutional support could be provided for these students who might not receive the support from Student Finance for being estranged from both parents, and were also no longer living in the areas that qualified them for financial support.

12.8.3 It was suggested that it might be useful to consider the provision of bursaries for prospective students to attend University Open Days, and the Provost agreed to look into this further.

ACTION: Provost

12.8.4 Since the COVID-19 pandemic, students were struggling to have the confidence to apply for volunteering opportunities or to make use of the funding that was available to them. The Board offered to support the Students' Union in better communicating those sorts of opportunities to the wider student body and noted that it would be discussing the cost-of-living crisis and what the University was and could be doing to support students as part of the January Board Awareness session, led by the SU President.

12.8.5 Linked to the above, the University would be ramping up support for the mentoring scheme which was run by the Careers and Employability service, and the Board commented that university alumni would be a rich source of mentors for the scheme.

12.8.6 The Board noted that the University was considering a business partner model for academic schools so that student support felt more embedded into the different academic disciplines.

12.8.7 Finally, the PVC Student Experience was looking at peer to peer mentoring and how some of the most successful careers events were those run by the students. There was more to come in this space over the course of the academic year.

12.9 The Board **NOTED** that more would become clear by Christmas 2022, and in February 2023, the OfS would publish a new Regulatory notice setting out its expectations for new access & participation plans from all providers to cover the four-year period 2024-25 to 2027-28. Providers would be expected to submit their new access and participation plans to the OfS for approval in summer 2023.

22/13 ANNUAL REPORT OF ACADEMIC BOARD (PAPER G1254)

13.1 The Board **NOTED** the report and were assured that the University's academic governance arrangements had been working effectively. Governors commented that they had found it useful and informative to observe meetings of Academic Board on occasions.

- 13.2 The Board **NOTED** that there would be a mini review of the University's academic governance at the end of the 22/23 academic year to ensure it remained fit for purpose and any recommendations that fell out from that review which were outside of the purview of academic board, would come to the Board of Governors. In addition, the Audit Committee would be considering internal audit reports at its November meeting on Portfolio and Workforce, and Quality Assurance, which would provide a further means of assurance.

Arlene Stone joined the meeting

22/14 REWARD AND RECOGNITION STRATEGY (PAPER G1255)

- 14.1 The HR Director introduced the strategy, and emphasised that the whole project to introduce a new remuneration and benefit package was expected to be a three-stage process, as follows:

1. Develop and agree a Reward and Recognition Strategy.
2. Design a remuneration and benefits package in line with this strategy (using data and insight evidenced across the employee base) – a project board would be established to complete the benefit review and to design a new benefit package.
3. Implement the remuneration and benefits package.

- 14.2 The Board **NOTED** that the Remuneration Committee had endorsed the strategy and was recommending its approval by the Board of Governors.

- 14.3 During discussions, the Board made the following comments:

- 14.3.1 This strategy represented a sensible and pragmatic approach and was very forward-looking. Governors felt that this strategy was essential for the University in order to understand what was important to its staff, and where they were in their life journey. Focussing the University on where it could really make a difference, particularly given the current cost of living crisis, was essential.
- 14.3.2 When the University moved into flexible benefits, it would be important to ensure that whatever system the University ended up using, it was not adding a further HR administration burden/complexity. Indeed, the roll out of this should be aligned with the digital transformation strategy to ensure that systems and processes were more automated and therefore more effective and efficient.
- 14.3.3 The importance of flexibility of choice was emphasised and the idea of the rewards being value-driven.
- 14.3.4 There was a balance to be struck between trying to make the package sufficiently unique to the individual but not too complex in that it was so broad that people were not able to make a choice.
- 14.3.5 The governors were keen to ensure that from a 'cultural enablers' aspect, this strategy was well aligned with the University Strategy – the HR Director assured governors that the platform would have a recognition 'element' to it.

- 14.4 The Board **APPROVED** the Reward and Recognition Strategy.

22/15 ANNUAL EQUALITY REPORT (PAPER G1256)

- 15.1 The HR Director introduced the annual report, which included information about the range of equality and diversity activities undertaken by the University and provided data analysis on one of the protected characteristics defined by the Equality Act.

- 15.2 The Board **NOTED** that whilst analysis on seven of the protected characteristics were presented to the Remuneration Committee, the analysis about the University's Black, Asian and Minority Ethnic (BAME) staff compared to benchmarks had been identified as an area for improvement.

- 15.3 The Board **NOTED** the proposed new Equality objectives for the 22/23 academic year, which had been approved by SLG via the Equality and Diversity Steering Group (EDSG).

- 15.4 During discussions, the following comments were made:

- 15.4.1 There was a sectoral issue around occupational segregation, and the University was taking a targeted approach in this area, liaising with schools on a regular basis.
- 15.4.2 It might be helpful for the University to consider delivering inclusive recruitment training – the HR Director had recently met with an external consultant about this matter and was considering it further.
- 15.4.3 It would be important not to exploit reliance on the current BAME community as part of this process because that was also a form of discrimination. Consultation with that community was key but a balance had to be struck.
- 15.4.4 The HR Director would liaise with S.Henriksen, a student governor, outside of the meeting about the diversity pages on the external facing website, which could do with some minor improvements in terms of the provision of links to student support networks and societies etc.

ACTION: HR Director

- 15.5 The Board discussed again the importance of board diversity and 'setting the tone from the top' and noted that the Nominations & Governance Committee papers on today's agenda helped to address this.

Arlene Stone left the meeting

22/16 REPORT OF THE NOMINATIONS & GOVERNANCE COMMITTEE (PAPER G1257)

- 16.1 **APPROVED:** the following appointments, each for a term of three years commencing 1 October 2022:
 - 16.1.1 Chrispin CHIKWASHI - Appointment as a co-opted member of Audit Committee;
 - 16.1.2 Antony DURBACZ - Appointment as an Independent Governor and member/Chair of Audit Committee. By default, the Chair of Audit Committee fulfils the role of Senior Independent Governor
 - 16.1.3 Sanjay SHAH - Appointment as an Independent Governor (committee membership to be considered at a later date).
- 16.2 **APPROVED:** Nominations & Governance Committee terms of reference & membership, with immediate effect (*on file*).
- 16.3 **APPROVED:** Governor Appointment Procedure (*on file*).
- 16.4 **APPROVED:** Board Scheme of Delegation (*on file*).
- 16.5 **AUTHORISED:** the University Secretary to amend the ordinances to ensure that they were in-keeping with the decisions made at today's meeting.
- 16.6 **NOTED:** the resignation of S Lockren (independent governor) and J Ravalier (academic staff governor) from the Board of Governors over the summer.
- 16.7 **APPROVED:** the co-option of S Lockren to the F&I Committee from 1 October 2022 for a term of up to 3 years, subject to the needs of that committee.
- 16.8 **NOTED:** that J Luxford (Deputy Chair) was stepping down from the Board at the end of the December meeting. The Board would be invited to elect a new Deputy Chair from among the independent governors at the December Board meeting. Expressions of interests were to be communicated to the Chair within the next two weeks.

ACTION: Governors

- 16.9 **NOTED:** that following the resignation of Prof J Ravalier, the Board was required to appoint a new academic staff governor and a process was currently underway to source a replacement from amongst the members of the Academic Board.

ACTION: Governance Manager

Sara Gallagher joined the meeting

22/18 PREVENT DUTY ANNUAL REPORT (PAPER G1258)

- 17.1 The Head of Student Wellbeing Services introduced the report, the purpose of which was to provide the Board with an update regarding the University's compliance with the 'Prevent Duty'; the duty to have 'due regard to the need to prevent people from being drawn into terrorism' under the Counter-Terrorism and Security Act 2015 (CTSA).
- 17.2 The Board **NOTED** that it was being asked to consider the draft submission as appended and delegate authority to the Chair of the Board to sign the prevent annual accountability statement (subject to any necessary amendments) when the new template was available from the OfS, to enable submission to the OfS within the deadline.
- 17.2 The Board **NOTED** that there would be one addition to the content of today's report which related to some minor updates in the action plan – these were around ensuring a linkage from the University website to the Home Office's new web content and resources.
- 17.3 The Board **NOTED** that work was planned to ensure the consistent application of policy and procedures relating to Safeguarding and Prevent across all BSU campuses, including BSU London, particularly as the context in London was significantly different to that in Bath. The growth in Educational Partners and the importance of ensuring their policies and procedures were in line with BSU's was highlighted in both the Risk Assessment and Action Plan (on file).
- 17.4 The Board **APPROVED:** the Prevent Duty Annual Report and **AUTHORISED** the Chair of the Board to sign the prevent annual accountability statement when the new template was available.
- 17.5 The University Secretary reminded the Board that the Freedom of Speech Bill was currently making its way through the House of Lords and that a review of the University's External Speaker Policy would be undertaken in due course. The policy would be reviewed through the lens of that forthcoming legislation.
- 17.6 In terms of oversight of prevent in the context of safeguarding more generally, the Board **NOTED** that the terms of reference for the University's new Safeguarding Steering Group, chaired by the University Secretary, empowered that Group to look at Prevent through the lens of keeping the university safe and ensuring the wellbeing and safeguarding of the University community, rather than purely as a compliance requirement.
- 17.7 The Board made the following comments:
- 17.7.1 The University should ensure that the individuals making the decisions about room bookings for events were at an appropriate level of seniority and that the room booking policy/process was well articulated with Prevent in mind.
- 17.7.2 In the Prevent submission to the OfS, the University should make use of the free text box to flag with the OfS that although less than half of staff had been trained in Prevent, that the University was still on track and not every member of staff required the training. The Board agreed that this might help to head off any issues where there weren't any.

ACTION: Head of SWS / University Secretary

Sara Gallagher left the meeting

22/19 CONSENT AGENDA

- 18.1 **APPROVED:** Register of Interests (**Paper G1259**)
- 18.2 **APPROVED:** Register of Seals (**Paper G1260**)

- 18.3 **APPROVED:** Annual Compliance Statement on Research Integrity & Ethics for 21/22 (**Paper G1261**).
- 18.4 **APPROVED:** Proposed changes to banking signatories (**Paper G1262**).
- 18.5 **APPROVED:** the designation of the CFO as a Senior Post Holder (**Paper G1263**)

22/20 OTHER ITEMS FOR INFORMATION

- 19.1 **NOTED:** the draft minutes of the Academic Board meeting on 12 July 2022.

22/21 ANY OTHER BUSINESS

- 20.1 The Board once again thanked the PVC F&I for his contributions to the University over the past years and the Governance Manager for her valued and impactful contributions to the University's governance arrangements.
- 20.2 Governors were keen to extend the time allocated for the pre-Board lunch to 45 minutes to afford greater opportunities for informal discussion and networking.
- ACTION: Governance Manager**
- 20.3 No further business was raised.

[The meeting ended at 16.11 hrs]
Lucy Barling, Governance Manager
28 September 2022

(Signed as a record of confirmed minutes)

Redacted: FOI exempt Section 40: Personal Data

Jonathan Glasspool, Chair

Date: 15th December 2022