

BOARD OF GOVERNORS

Minutes of the Board of Governors meeting held on Tuesday 19 March 2019.

Present: Sonia Mills (Chair), Richard Bacon, Jenny Body, Professor John Craven, Sandy Forbes, Rob Fraser, Martin Hagen, Richard Holmes, David Lamb, Clive Lewis, Grant Mansfield, Mark Mason, Jocelyn McNulty, Giang Nguyen, Jane Roscoe, Professor Steve West, Donna Whitehead, Kalpna Woolf, Denis Woulfe.

In Attendance: Jodie Anstee (Clerk), Christine Gledhill, Professor Jane Harrington, William Liew, Jo Midgley, Joanna Wallis.

G19.03.1 MEMBERSHIP

Government Appointments

- *G19.03.1.1 Members noted that the Board's approval was secured via email to appoint Richard Bacon as a Co-opted Member and Audit Committee Chair Designate until 31 July 2019, and then Audit Committee Chair (becoming an Independent Member) until 30 January 2022.

Terms of Office Renewal

G19.03.1.2 David Lamb, Independent Member

Members noted that in considering David Lamb for a third term of office, the Nominations and Governance Committee had taken into account the exceptional situation of the national pension landscape, the pension arrangements of the University and their relative financial positions, as well as potential future costs and potential exposure of the University to deficits in those schemes and the need to prepare future strategy. The Committee felt that his knowledge and contribution in this area would be invaluable.

Members approved the Committee's recommendation that David Lamb, Independent Member, serve a third term of office of three years, to 31 July 2022.

G19.03.1.3 Clive Lewis

Members also approved the Committee's recommendation that Clive Lewis, Independent Member, serve a second term of office of three years, to 31 July 2022.

G19.03.2 DECLARATIONS OF INTERESTS

- G19.03.2.1 With respect to agenda item 5.1 'Proposed Regional Partnerships Strategy', Sonia Mills declared that her husband, Peter Rilett is the Chair of the Corporation, City of Bristol College.

Attendees: Also with respect to agenda item 5.1, the Pro Vice-Chancellor, Student Experience declared her membership of the governing body at Weston College.

No other declarations of interests were received.

G19.03.3 MINUTES AND MATTERS ARISING

Paper G19/03/01 was received.

- G19.03.3.1 Members approved the minutes of the meeting held on 14 November 2018.

G19.03.3.2 Annual Report and Financial Statements (G18.11.4.6 refers)
Paper G19/03/02 was received.

Members noted that a Pensions and Financial Sustainability sub-group had been established and had held its first meeting, the minutes of which were noted.

G19.03.3.3 Vice-Chancellor's Report (G18.11.9.2 refers)

Members noted that a full update on the University's approach to student support and wellbeing, including its campus approach to data sharing between teams, would be provided as part of the Away Day substantive item on the University's Mental Wealth Strategy.

ITEMS FOR DISCUSSION

G19.03.4 Corporate Scorecard

Paper G19/03/03 was received.

G19.03.4.1 The Vice-Chancellor informed the Board of the intention to review the scorecard and recast its indicators against Strategy 2030 (S2030) and against risk registers.

G19.03.4.2 Members noted the scorecard and acknowledged the challenge in obtaining an accurate picture of the University's current position due to the time lag associated with the metrics.

G19.03.4.3 Members noted the following in particular:

- i. The Corporate Scorecard provided a composite representation of the most recent data available as well as a historic profile over the last three years;
- ii. Performance was good in many areas and other areas were working hard to achieve their target position. Where targets had been exceeded, new stretch targets had been set ;
- iii. Non-continuation – Members were reminded of the recent growth in the Foundation Years and noted that these cohorts had a much lower continuation rate, which in turn had depressed the overall rate for the University. However, the continuation of UWE Bristol Foundation Year cohorts was better than that of the sector overall.

G19.03.4.4 Members also noted that the University was exploring how to better support Foundation Year students to enhance continuation.

G19.03.4.5 Members noted that a group, led by the Pro Vice-Chancellor and Executive Dean, Faculty of Business and Law (FBL), had been established to consider actions to address non-continuation across the whole University.

G19.03.4.6 Members questioned the sorts of factors that attracted international students to UWE Bristol. Members noted that FBL attracted a relatively high number of international students and that initiatives such as diverse reading lists and UWE Bristol's Equity Programme, developed to help improve positive outcomes for its Black, Asian and Minority Ethnic) graduates – now in the process of being rolled out across the University – were drawing particular interest.

G19.03.4.7 Members also questioned the reasons behind the FBL stretch recruitment target (first choice – offer to firm acceptance) given the fairly consistent performance over the last 3 years. Members noted that this referred to undergraduate applications only (made through UCAS) and applicants were required to make 5 choices of institution. Whilst the University's performance was better than that of its competitors and that it was appropriate that it should challenge itself with an ambitious target, it was likely that this measure would need to be reassessed for S2030.

- G19.03.4.8 During discussions of the Corporate Scorecard and its Faculty-level equivalents, Members noted that seeing the same data across different protected characteristics would be helpful and noted that this was possible through the split metrics contained in the University's TEF data. Members also noted that the University's TEF split metrics contained only positive flags.
- G19.03.4.9 Members requested clarity on the Staff Survey Engagement KPI and noted that there had been a better engagement by staff from the Professional Services than by those within Faculties. Members acknowledged the need to reframe the survey so that its importance in terms of linking to the University's strategy was identifiable to academic staff.
- G19.03.4.10 Members also noted that the Strategic Planning and Performance Committee (SPPC) was the principal forum at which the scorecard and the activities around improving the performance behind the KPIs would be discussed.
- G19.03.4.11 Members questioned how the overall Market Share of Applications KPI figure was lower than those of each of the Faculties and noted that the overall target was set against the whole market and would include subjects not offered by the University.
- G19.03.4.12 Members also noted that the University made unconditional offers only in very restricted circumstances (for example, where students already held the required entry qualifications) and did not make 'conditional' unconditional offers (i.e. an offer becomes unconditional if an applicant makes a university their first-choice institution), as was the case with other institutions as the market became more competitive due to the dip in demographics, alongside increased financial challenges.

Members acknowledged that the market would remain challenging for the next couple of years.

ITEMS FOR APPROVAL

G19.03.5 Proposed Regional Partnerships Strategy

Paper G19/03/04 was received.

This item is recorded as a confidential minute.

G19.03.6 Student Journey Programme and Student Information Relationship Management Project Business Cases

Paper G19/03/05 was received.

- G19.03.6.1 The Chair of the Finance, Estates and IT Committee (FEIT) informed Members that the Committee had considered in detail the two business cases at its meeting on 26 February 2019, including:
- i. a full discussion of the proposed contingency, which was higher than would be normal due to the significance and complexity of the programme, including projects running concurrently;
 - ii. details of the track record of the preferred supplier, Ellucian;
 - iii. plans for staff training to ensure full benefits were realised;
 - iv. the identification and mitigation of risks including staff resourcing, financial constraints and supplier management.
- G19.03.6.2 Members noted that the business cases had been presented previously in outline and that the current versions were a continuation of those. The FEIT Chair expressed the Committee's confidence in the two business cases – both of which were operating to schedule – and its recommendation to the Board of Governors that they be approved.

- G19.03.6.3 The Pro Vice-Chancellor Student Experience confirmed that the SIRM procurement process had concluded, and outlined the details of the proposed preferred supplier.
- G19.03.6.4 Members acknowledged that in large projects such as this difficulties that arose tended to be supplier-related and questioned the level of certainty around this. Members noted that the supplier had provided the University with detailed confirmation of the team that would be working with UWE Bristol. Members also noted that the University had used consultants to assist where expert knowledge in particular areas was required.
- G19.03.6.5 Members noted the correction to section 7.5 'Risks' and that the 'Supplier/Contract Management' risk was the responsibility of the Pro Vice-Chancellor, Student Experience to manage and not to the Chief Financial Officer, as stated.
- G19.03.6.6 Following full and careful consideration, Members **approved** the following:
- a) £15,648k for the SJP, including:
 - a. funding of £11,238k for the SIRMP Full Business Case, and
 - b. to proceed with SIRMP with Ellucian as the preferred supplier.
 - b) £3,500k for Student Journey Programme contingency.

REPORTS

G19.03.7 **Research Integrity Annual Report**

Paper G19/03/06 was received.

- G19.03.7.1 In the absence of the Pro Vice-Chancellor, Research and Enterprise, the Deputy Vice-Chancellor and Provost provided an outline of the contents of the report.
- G19.03.7.2 Members noted in particular:
- i. The very small number of formal investigations of research misconduct, undertaken during the period.
 - ii. All allegations of research misconduct were thoroughly investigated and research ethics training was in place for both staff and students.
- G19.03.7.3 Members noted the activities that had taken place in response to the Concordat to Support Research Integrity over the year from 1 August 2017 to 31 July 2018 and **approved** the publication of the report.

G19.03.8 **Financial Update**

Paper G19/03/07 was received.

- G19.03.8.1 The Chief Financial Officer provided Members with a brief outline of the summary update. Members noted the following in particular:
- G19.03.8.2 *Forecast for year to 31 July 2019*
- i. The recent valuation of the Universities Superannuation Scheme (USS) had indicated that an additional £3m would be required to cover the additional charge;
 - ii. Costs – all Faculties and Professional Services were reporting to be operating within budgets;
 - iii. The current forecast financial outturn for the year showed that the budgeted surplus would be achieved (even with the USS charge);
 - iv. Teachers' Pension Fund (TPS) – employer contribution was due to increase from 16.48% to 23.68% on 1 September 2019 – an additional £4m;
 - v. Avon Pension Fund valuation was due to be reported on 29 March 2019;
 - vi. Cash balance was healthy and there were no issues regarding the collection of debts from the Student Loan Company, nor from any other significant debtors.

- G19.03.8.3 *Planning and budgeting for 2019/20 and forecasts to 2023/24*
- i. Financial challenges being faced by the sector, including:
 - a. Uncertainty of a potential new fees regime resulting from the Augar Review
 - b. Uncertainties from the impact of Brexit
 - c. Rising pension costs
 - d. Increasingly competitive student recruitment market;
 - ii. The Directorate was working closely with the Faculties and Professional Services during the planning and budgeting round to ensure that the University continued to deliver its financial targets and to be as financially agile as possible to meet these challenges, including through diversifying the University's income generation potential.

G19.03.8.4 Members noted that whilst not required by the OfS to model any potential impact of the Augar Review, the University continued to undertake desktop analysis of possible review outcomes. Members were reminded of the Governor sub-group now in place to monitor pensions-related matters and the potential impact of external matters upon the financial sustainability of the institution.

G19.03.8.5 Members questioned whether staff costs as a percentage of all costs remained below the stated threshold and noted the confirmation that this was the case. Members also noted the intention to introduce a reduced target in this regard, but to also safeguard the student-staff ratio.

G19.03.8.6 During discussions Members also noted the following:

- i. The rolling forecast was updated on a weekly basis;
- ii. HP estate purchase was treated as investment and Members noted the current yield;
- iii. the current position for debt recovery. Of the outstanding sums, £1.027m related to students no longer at the University and these debts were now with debt recovery agents to recoup;
- iv. the University's Apprenticeship Levy of £600k.

G19.03.8.7 Members noted that the law did not allow universities to prevent a student who had not paid their tuition fees, from graduating.

G19.03.8.8 The Chair requested that the matter of student debt recovery be considered by the FEIT Committee and the controls in place to mitigate it be presented to the Audit Committee.

ACTION: Chief Financial Officer

G19.03.9 **Estates and Facilities Matters**
Paper G19/03/08 was received.

G19.03.9.1 Members noted that work was underway to identify space on the Frenchay Campus to locate the Institute of Technology (IoT), should the bid be successful. Members also noted that Department for Education funding would be used to refurbish N Block to create an environment appropriate for FE and no University funds would be used to support the IoT.

The remainder of this item is recorded as a confidential minute.

ITEMS TO NOTE

G19.03.10 **UK Visas and Immigration (UKVI) Audit Outcome**
Paper G19/03/09 was received.

G19.03.10.1 Members noted the outcome of the UKVI audit that had taken place in October 2018, which had resulted in only two substantive actions: record-keeping of English Language tests and attendance monitoring – the latter currently subject to a sector consultation.

G19.03.10.2 Members noted that an expected outcome of the consultation would be that evidence of lecture and seminar attendance would be required at each of the ten engagement points during the academic year; there was a need therefore to monitor attendance in a more prescribed way and to find the right technical solution to facilitate this.

G19.03.11 Update from Student Governor Forum

G19.03.11.1 The Student Nominee and Chair of the Student Governor Forum summarised the topics discussed at the meeting held on 30 January 2019. These included:

- i. S2030 – Healthy and Sustainable University:
 - a. high levels of interest from students in recycling and waste
 - b. increased levels of recycling from 30% in 2007 to 70% in 2018
 - c. 2000 tonnes of waste was created at the University each year;
- ii. the February launch of Crisis Text Line, providing a 24/7 text support service by clinically trained volunteers;
- iii. a number of successful Christmas closure events for students who remained on campus during the holiday and the intention to embed this activity for future years;
- iv. Varsity events;
- v. Movember participants had raised almost £4,000.

G19.03.11 Updates from Committee Chairs, Minutes of Board Committees

G19.03.11.1 Nominations and Governance Committee, 17 January 2019
Paper G19/03/10i was received and noted.

G19.03.11.2 Strategic Planning and Performance Committee, 22 January 2019
Paper G19/03/10ii was received and noted.

G19.03.11.3 The SPPC Chair reminded Members that non-continuation performance was monitored by the Committee.

G19.03.11.4 Members also noted that the Committee would keep a watching brief on the progress of the TEF consultation outcome.

G19.03.11.5 Finance, Estates and IT Committee, 26 February 2019
Paper G19/03/10iii was received and noted.

G19.03.11.6 The FEIT Chair reported that the Committee had considered the Transparent Approach to Costing (TRAC) and TRAC(T) returns for 2017/18 and that the University had very few programmes that cost less than the full £9250 fee to run.

G19.03.11.7 Audit Committee, 7 March 2019
Paper G19/03/10iv was received and noted.

G19.03.11.8 The Audit Chair informed Members that the Committee had welcomed Richard Bacon to his first meeting and had considered the Internal Audit Service procurement process. Members noted that Mr Bacon had withdrawn from this discussion given his recent retirement from PwC but that he would participate in the selection panel, and would again step away from discussions, as appropriate. A member of the University's Procurement team would also be in attendance with the panel.

G19.03.12 Academic Board Minutes

*Paper *G19/03/11 was received and noted.*

***G19.03.13 Response to Independent Teaching Excellence Framework (TEF) Review Consultation**

*Paper *G19/03/12 was received and noted.*

***G19.03.14 Corporate Seal**
*Paper *G19/03/13 was received and noted.*

***G19.03.15 Date of Next Meeting**

4 July 2019 13:00 – 18:00 Dartington Suite, Frenchay Campus

This meeting will include a joint session with members of the Academic Board.