

BOARD OF GOVERNORS

Minutes of the meeting of the Board of Governors held on Tuesday 21 March 2023.

Present: David Lamb (Chair), Jenny Body, Laura Claydon, Carolyn Donoghue, Professor Marc Griffiths (until G23.03.10.6), Domini Harewood (via MS Teams), Priya Kaur, Professor Dame Julie Lydon, Ian MacKenzie, Grant Mansfield, Rania Regaieg (until G23.03.10.6), Tim Simmonds, Margaret Simmons-Bird, Professor Jim Smith (until G23.03.10.6), Professor Steve West (until G23.03.10.6).

Apologies: Richard Bacon, Dave Tansley, Kalpna Woolf, Andrea Young.

In Attendance: Dr Jodie Anstee, Clerk, Professor Amanda Coffey, DVC and Provost (until G23.03.10.6), William Liew, Chief Financial Officer (until G23.03.10.6), Jo Midgley, Registrar and PVC Student Experience (until G23.03.10.6), Jessica Wrigley, Governance Officer (until G23.03.10.6), Christine Gledhill, Deputy Clerk (minutes, via MS Teams).

G23.03.1 APOLOGIES

Apologies were noted as set out above.

G23.03.2 DECLARATIONS OF INTERESTS

None received.

G23.03.3 OPENING DISCUSSION

G23.03.3.1 The Chair invited Members to raise any further matters for consideration at the meeting or for a future meeting of the Board. None were raised.

G23.03.4 UPDATE FROM THE PRESIDENT OF THE STUDENTS' UNION

G23.03.4.1 Rania Regaieg, UWESU President and Student Nominee shared an update with the Board on the matters that were exercising the Students' Union – both nationally and locally.

G23.03.4.2 Members noted the following:

- i. UWESU Elections –
 - a. There had been a tripling of the voter turnout at 19% (6240 voters); the highest turnout achieved to date. A pledge that a tree would be planted for each vote had been offered as an incentive; 6,200 trees would be planted.
 - b. This election also saw the highest number of candidates standing in the leadership race.
- ii. NUS National Conference –
 - a. The UWESU President had led the UWE Bristol delegation.
 - b. A number of policy proposals were discussed and debated.
 - c. Voting had opened for candidates to sit on the Democratic Procedures Committee (DPC) and the National Scrutiny Committee (NSC). A UWESU Student Trustee had put themselves forward for the DPC. Voting was due to close on 21 March.

- d. The government had signalled its readiness to reengage with the NUS, following the publication of the NUS's action plan for tackling antisemitism in the NUS, following an independent investigation.

G23.03.4.3 The UWESU President informed the Board that this was her final Board of Governors meeting and she thanked Members for their support.

STRATEGIC ITEMS

G23.03.5 VICE-CHANCELLOR'S REPORT

Paper G23/03/01 was received

G23.03.5.1 The Vice-Chancellor highlighted the key features of the presentation. Members noted the following:

G23.03.5.2 *Office for Students (OfS)*

- i. A number of consultations had been launched, including one concerning tackling harassment and sexual misconduct. UUK, Universities Alliance and the Russell Group would respond to this consultation and the University also would make its own response.
- ii. The current mood of the sector with respect to the OfS was that whilst it wished to be regulated, how this was done required improvement. When the OfS was established, its premise was to provide moderate, proportionate regulation and to work closely with the sector it was regulating. However, the current work of the OfS seemed to be directed largely by government.
- iii. It appeared that OfS investigations were being undertaken in a clandestine manner, which was causing some difficulty across the sector.
- iv. Quality Assurance – the OfS was now responsible for monitoring the quality and standards of the English HE sector; this was potentially problematic in that the OfS was now the regulator and the designated quality body. It was possible that Ministers may challenge this.

G23.03.5.3 *Ofsted*

- i. The University's Apprenticeships and Initial Teacher Training (ITT) provision continued to be subject to inspection by Ofsted. Members were reminded that the University was currently in discussion with an ITT-reaccredited university to work in partnership to provide this provision. A memorandum of understanding had been signed.

G23.03.5.4 Members asked what messaging was being made to potential students with regard to ITT.

G23.03.5.5 Members noted that nothing had changed for the 2023 applications. For 2024, the University had issued a notice to staff and the University's affiliation with the partner would be communicated verbally at the June 2023 open days. However, it considered it prudent to await a final signed agreement with the partner institution, at which point notices would be published as quickly as possible (aligned with those of the partner institution).

G23.03.5.6 Members also noted that the DfE was using the casework undertaken by the University and its prospective partner, as an exemplar.

G23.03.5.7 Members further noted that some institutions had also chosen to withdraw altogether from ITT provision, which would further damage the teaching supply chain.

G23.03.5.8 *Government Announcements*

- i. Announcements were expected from government in relation to two matters:
 - a. International Students –

- i. a decision as to whether Postgraduate Taught (PGT) students should be permitted to bring dependants into the UK on their student visa if the duration of their programme of study is less than 2 years. Postgraduate Research (PGR) students would continue to be able to do so.
 - ii. There was currently a delay with this decision as a SpAd (special adviser to the government) had proposed an alternative approach which could allow high-ranking universities to admit the dependants of their PGT students.
 - iii. The University was planning on the basis that PGT students would not be permitted to bring dependants.
 - iv. Any decision was unlikely to impact on September 2023 intake, but would impact that of January 2024.
- b. Horizon Europe –
- i. The government was currently going through the process of how to engage with Horizon Europe.
 - ii. The latest Northern Ireland agreement in relation to Brexit had been received positively in Europe, and the EU was setting up talks to discuss the mechanism through which the UK could engage.
 - iii. The government was clear in that this would not be a case of ‘association at any price’ and its alternative plan would be one of not engaging and instead provide funding in the UK to support research and innovation and provide the potential of programmes of work across Europe.
 - iv. UKRI and Innovation UK were very positive and very open about these discussions, but there remained some nervousness as to how much funding this alternative plan would provide.

G23.03.5.9 *Industrial Action*

- i. The dispute continued, despite hopes that this would have concluded following the work with ACAS.
- ii. Whilst the UCU Senior Executive team had considered the latest offer from the employers and recommended that it should be put to UCU members, the UCU Executive Committee had rejected it.
- iii. There was therefore an impasse in terms of the pay award and UCEA had asked employers to pay 2% of the recommended pay offer in the March payroll (backdated to 1 February 2023), with the remaining 3% paid in August. Staff on the lower pay scales would receive a higher award.
- iv. The primary focus for the University, was to manage students’ understanding of the situation and how best to support them.

G23.03.5.10 *Universities Finances*

- i. Funding streams for universities were becoming increasingly unstable; with income difficulties in terms of loss on both research and teaching. International fees would be one way of rebalancing that loss, but this would be challenging given current government messaging.
- ii. Australia was recruiting intensely in the international space and was offering more attractive agreements in terms of study/work visas.
- iii. The sector was working together to try to gain traction on what the future funding basis might be, but no political party currently wished to engage with that. It seemed likely therefore, that the current Home tuition fee would continue beyond 2025.
- iv. Some movement of the fee possibly may happen around 2027; by which time a lot of work was required to be done in terms of establishing a sustainable funding model for universities, student number controls (SNCs), fee variations and any arrangement between the public purse and individuals.

G23.03.5.11 *UWE Bristol Finances*

- i. The financial forecasts submitted to the OfS in December 2022 had signalled a deficit position in 2024 if no mitigating action was taken.
- ii. The University was working on the basis of a minimum 5% savings across the institution. All budgets were now clustered beneath, and led by, a member of the VCE.
- iii. VCE would work with Finance and HR to determine optimal areas for growth and to refine business processes, so that by April 2023 there would be a clear picture of the matter for presentation to the FEIT Committee in June in order for the Committee to confirm its assurance to the Board of Governors in July. The Board would be kept updated throughout this period.
- iv. The PVC and Heads of College would be supported through this process.
- v. Many other universities were in a similar position.

G23.03.5.12 *Student Deaths*

Members remarked upon the statistical information provided in the report and that whilst mindful to continue to protect identities and sensitive information, it would be helpful to have a little more background.

G23.03.5.13 Members noted that this sort of reporting could be progressed in a session for the Board, to include: circumstances arising to the death and lessons learned (as appropriate), tying this closely to the Mental Health Charter.

ITEMS FOR APPROVAL (ACADEMIC ASSURANCE)

G23.03.6 ANNUAL ACADEMIC QUALITY REPORT

Paper G23/03/02 was received

G23.03.6.1 Jenny Body, Chair of the People, Culture, Quality and Standards (PCQS) Committee informed Members that the report had been considered in detail at the Committee meeting on 23 January 2023, and the Committee recommended the Board to approve the statements of academic assurance.

G23.03.6.2 Members confirmed their assurance that:

- (i) the necessary methodologies and processes are in place to ensure that the University provides a high quality academic experience to students that aligns with sector academic standards.
- (ii) these methodologies and processes operated effectively during the 21/22 academic year.
- (iii) appropriate plans are being taken forward during 2022/23 to address any areas of risk identified and to further enhance quality, standards and the student experience.

G23.03.7 RESEARCH INTEGRITY ANNUAL REPORT

Paper G23/03/03 was received

G23.03.7.1 Members noted that this report also had been considered in detail at the PCQS Committee meeting on 23 January 2023 and was recommended for approval.

G23.03.7.2 Members noted the contents of the report and **approved** its publication on the University website.

REPORTS

G23.03.8 COMMITTEE ASSURANCE REPORTS

Paper G23/03/04 was received

- G23.03.8.1 **People, Culture, Quality and Standards (PCQS) Committee**
Jenny Body, PCQS Committee Chair, briefly outlined the key areas of business in addition to the two reports above, that were discussed at the meeting of 23 January 2023.
- G23.03.8.2 **Nominations and Governance Committee**
David Lamb, Chair of Governors and Chair of the Committee Chair presented the four recommendations made by the Committee for approval by the Board:
- G23.03.8.3 Term of Office Renewal: Ian MacKenzie, Independent Member
Members **approved** the recommendation that Ian serve a second term of office of 3 years as Independent Member and Chair of the Finance, Estates and IT Committee, to 31 July 2026.
- G23.03.8.4 Term of Office Renewal: Andrea Young, Independent Member
Members **approved** the recommendation that Andrea serve a second term of office of 3 years as Independent Member, to 31 July 2026.
- G23.03.8.5 Term of Office Renewal: Jamie Paddon, Co-opted Member of the Audit, Risk and Assurance Committee
Members **approved** the recommendation that Jamie serve a second term of office of 3 years as Co-opted Member of the Audit, Risk and Assurance Committee, to 31 July 2026.
- G23.03.8.6 Amendment to Standing Orders
Members **approved** the following additional clause to Section 17: 'Alternates and Proxies:
17.3 The Deputy Vice-Chancellor and Provost's deputisation for the Vice-Chancellor shall count towards the meeting quorum, as appropriate.
- G23.03.8.7 The Chair also informed Members of his decision not to continue as an Independent Member when his current term of office ended on 31 July 2023, and that therefore a new Chair of the Board of Governors would need to be sought.
- G23.03.8.8 Members were invited to send expressions of interest in the role to the Clerk by the end of April 2023.
- G23.03.8.9 **Finance, Estates and IT (FEIT) Committee**
Ian MacKenzie, FEIT Committee Chair, summarised the business considered during the meeting held on 21 February 2023, which included: confirmation of the University's Financial Regulations and associated policies, a review of the University's TRAC return for 2021/2022 and endorsement of SAP5 and SAP6 progressing to their next stages (further details of which would be considered by Governors as part of the 'Place' strategic session the following day, 22 March 2023).
- G23.03.8.10 Members also noted that the Committee had an in-depth conversation about the Student Journey Programme (SJP) and the relationship with Ellucian; endorsing the recommendation to continue with the provider but to divide up the project by aspects the University was certain Ellucian were able to deliver.
- G23.03.8.11 Members further noted the Committee's discussions around the financial forecasts and assurance around those. This was an ongoing conversation and the Committee would deep dive proposed mitigations.

- G23.03.8.12 Members asked what had particularly influenced the decision to continue with the current provider for the SJP, given previous discussions around some University expectations having been disappointed.
- G23.03.8.13 Jo Midgley, Registrar and Pro Vice-Chancellor Student Experience explained that at the procurement stage, the University had sought a new student information system and a wraparound CRM (customer relationship management) which Ellucian had confirmed that they were able to deliver. However, it had become apparent that the provider was unable to provide the CRM element within the system (the University wanted a one-system experience).
- G23.03.8.14 Members also noted that no real external support existed for the University's current student information system ISIS and there was a pressing need to replace it. As Ellucian had a proven track record in student information system development, it was recommended that the University work with them on this element first, then continue to work with them to catch up with the other elements.
- G23.03.8.15 **Audit, Risk and Assurance Committee (ARAC)**
In the absence of the ARAC Chair, Richard Bacon, Laura Claydon advised that the Committee's concerns with the student debt position continued and that Members had asked for a deep dive of the international strategy, including the pricing strategy and the reasons for operating in particular markets.
- G23.03.8.16 Members noted that the deep dive session would be made available for all Governors and would provide a full account of the international strategy, including TNE (Transnational Education), how it was being managed and where issues existed. Members also noted that whilst the University's international strategy was a good news story, it was critical for the University to have a grasp of the risks.

G23.03.9

CLERK'S REPORT

Paper G23/03/05 was received and noted.

G23.03.10

MINUTES AND MATTERS ARISING

Paper G23/03/06 was received

- G23.03.10.1 Members **approved** the minutes of the meeting held on 29 November 2022.
- G23.03.10.2 **Matters Arising**
Members noted that all but two of the actions from the last meeting were completed.
- G23.03.10.3 Opening Discussion – Intellectual Property (G22.11.3.1 refers)
Dr Jodie Anstee, Clerk to the Board of Governors advised that a deep-dive seminar session focused on intellectual property would be arranged for Governors.
- G23.03.10.4 Update from the President of the Students' Union – UWE Bristol Community Module (G22.11.4.7 refers)
Professor Amanda Coffey, DVC and Provost advised that a review of Starting Block was underway, ahead of the new academic year. This action was therefore deemed to be closed.
- *G23.03.10.5 Chair's Action: Interim Degree Outcomes Statement 2022
*Paper *G23/03/07 was received and noted.*
- G23.03.10.6 University staff, Staff and Student Nominees left the meeting. The Clerk and Deputy Clerk remained for the next item.

G23.03.11 **RESERVED BUSINESS**
Papers G23/03/08 was received

This item is recorded as a confidential minute.

ITEMS TO NOTE

***G23.03.12** **PEOPLE, CULTURE, QUALITY AND STANDARDS COMMITTEE MINUTES**

*Paper *G23/03/09 was received and noted.*

***G23.03.13** **NOMINATIONS AND GOVERNANCE COMMITTEE MINUTES**

*Paper *G23/03/10 was received and noted.*

***G23.03.14** **FINANCE, ESTATES AND IT COMMITTEE MINUTES**

*Paper *G23/03/11 was received and noted.*

***G23.03.15** **AUDIT, RISK AND ASSURANCE COMMITTEE MINUTES**

*Paper *G23/03/12 was received and noted.*

***G23.03.16** **FINANCIAL UPDATE AND FORECAST OUTTURN FOR 2022/2023**

*Paper *G23/03/13 was received and noted.*

***G23.03.17** **PLANNING AND BUDGETING PROCESS AND TIMELINE FOR 2023/2024**

*Paper *G23/03/14 was received and noted.*

***G23.03.18** **HONORARY DEGREES REPORT**

*Paper *G23/03/15 was received and noted.*

***G23.03.19** **CORPORATE SEAL**

*Paper *G23/03/16 was received and noted.*

***G23.03.20** **ACADEMIC BOARD MINUTES, 12 OCTOBER 2022 AND 7 DECEMBER 2022**

*Paper *G23/03/17 was received and noted.*

DATES OF FUTURE MEETINGS

11 July 2023 13:00 – 18:00 Frenchay Campus

OUTSTANDING ACTIONS			
Meeting	Minute	Action	Lead
21 March 2023	G23.11.3.1	ACTION REMAINS: Deep dive item on intellectual property to be arranged.	Governance Team