

BOARD OF GOVERNORS

Minutes of the meeting of the Board of Governors held on Tuesday 9 July 2024.

Present: Richard Bacon (Chair), Jenny Body, Rob Camm, Laura Claydon, Carolyn Donoghue, Professor Dame Julie Lydon, Ian MacKenzie, Grant Mansfield, Professor Elena Marco (until G24.07.12.3), Kolawole Samuel Olure (until G24.07.12.3), Jamie Paddon, Professor Jim Smith (until G24.07.12.3), Margaret Simmons-Bird, Dave Tansley, Professor Sir Steve West (until G24.07.12.3), Kalpna Woolf, Andrea Young.

Apologies: Domini Harewood, Tim Simmonds, William Liew, Chief Financial Officer.

In Attendance: Dr Jodie Anstee, Clerk, Professor Amanda Coffey, DVC and Provost (until G24.07.12.3), Professor Georgie Gough (observer, until G24.07.12.3), Susie Hills, Halpin Partnership (observer), Jo Midgley, DVC and Registrar (until G24.07.12.3), Dan Wood, Chief People Officer (until G24.07.12.3), Christine Gledhill, Deputy Clerk (minutes).

G24.07.1 WELCOME

The Chair welcomed Robert Camm and Professor Georgina Gough to the meeting, whose respective recommended appointments as Associate Board Member and Academic Board Member (elected) would be considered shortly.

Susie Hills from the Halpin Partnership was also welcomed. Members were reminded of the external Governance Effectiveness Review currently underway, and noted that Susie would be observing the meeting.

G24.07.2 DECLARATIONS OF INTERESTS

Members were invited to declare any agenda items for which they may be conflicted.

No declarations were received.

G24.07.3 MEMBERSHIP AND APOLOGIES

G24.07.3.1 Apologies for absence were received as notified above.

Confirmation of appointments

G24.07.3.2 Members **approved** the following recommendations of the Nominations and Governance Committee:

- i. Robert Camm to serve as the Associate Board Member for an initial term of office of one year, to 9 July 2025.
- ii. Professor Georgina Gough to serve as Academic Board Nominee (elected) for a term of office of two years, from 1 September 2024 to 31 August 2026.
- iii. Kolewole Samuel (Sam) Olure, re-elected as President of the Students' Union at UWE for 2024-25, to serve as Student Nominee for a second term of office, ex-officio.

The Chair welcomed Rob, Georgie and Sam to the meeting.

G24.07.4 MATTERS RAISED BY LAY GOVERNORS

G24.07.4.1 The Chair shared with attendees that Lay Governors had had an informal discussion at their session earlier that morning, and that much of the conversation had focused on points of clarification for the main area of business for this meeting, the Strategic Plan 2024-2026.

G24.07.4.2 The Lay Governors session was followed by a Sustainability tour in which further Members of the Board also participated. The Chair requested that the Board's thanks be conveyed to Vicki Harris and the Sustainability Team for the extremely interesting and engaging tour.

ACTION: Deputy Clerk

G24.07.4.3 The Chair invited Governors to share details of any recent University events attended or other visits to the University. No further details were forthcoming.

G24.07.5 MINUTES AND MATTERS ARISING

Paper G24/07/01 was received

G24.07.5.1 Members **approved** the minutes of the meeting held on 19 March 2024.

Matters Arising

G24.07.5.2 Members noted that the actions from the last meeting related to reserved business and would be reviewed later in the meeting.

G24.07.6 COMMITTEE ASSURANCE REPORTS

Paper G24/07/02 was received

G24.07.6.1 Nominations and Governance Committee

The Committee Chair, Richard Bacon referred to the three membership recommendations made by the Committee, approved earlier in the meeting.

G24.07.6.2 Amendment to Standing Orders

On the recommendation of the Nominations and Governance Committee, Members **approved** the following additional clause to the Introduction section to state a proposed review frequency of every three years:

1.3 These Standing Orders will be reviewed every three years to ensure that they continue to effectively support the workings of the Board of Governors and its committees. They will next be reviewed in 2026/27.

G24.07.6.3 People, Culture, Quality and Standards (PCQS) Committee

Jenny Body, PCQS Chair, summarised the discussions held by the Committee at its meeting on 5 June 2024. Members noted the following in particular:

- i. Anti-Racism Strategy – a good presentation had been received and the Committee supported the approach being taken to develop the strategy, and recognised the value in sharing the 'Developing a Culture of Anti-Racism' intranet pages and strategy material with the full Board.
- ii. People Performance and Risk – the Committee had noted that possible initial results of the Pulse survey on staff health and wellbeing may be ready for sharing with the Board at this meeting. Board Members were informed that the survey results were not quite ready for presenting to Governors.
- iii. SUMS Consulting reviews – an outline of the key findings had been shared.
- iv. Reimagining Student Representation project – Members had been assured that appropriate action was being taken.
- v. Academic Performance and Risk – the student recruitment risk had been raised due to predicted fewer student numbers and partially due to the

University's financial sustainability; this would be discussed in more detail later in the Board meeting.

- vi. Research Strategy – the University had been unable to appoint a Pro Vice-Chancellor Research, Innovation and Knowledge Exchange; it was likely that this appointment would not be revisited until after the delivery of the 2024-26 transformation programme.

G24.07.6.4 Members sought assurance as to how Research activity was being covered during the absence of a PVC. Members noted that leadership for this area rested with Professor Amanda Coffey in her capacity as Provost, and would also draw on the expertise of the PVC and Heads of College, and the Research leadership within each of the Colleges.

G24.07.6.5 **Finance, Estates and IT (FEIT) Committee**
Ian MacKenzie, FEIT Chair informed Members that the meeting of 11 June 2024 had taken place at the Bower Ashton campus and that this had been the first meeting attended by the Committee's new Co-opted Member, Gan Supramaniam, whose expertise was in technology risk/resilience.

G24.07.6.6 Members noted that the financial budget had constituted the principal matters of discussion at the meeting. The budgets were due to be presented for Board approval on the Committee's recommendation, but the Committee had acknowledged that the Board would require further information to contextualise the budgets in order to understand the decision of the Committee.

G24.07.6.7 Members noted that the Committee also recommended the Limits of Authority Policy for Board approval. Members **approved** the policy.

G24.07.6.8 Members further noted that the Committee had endorsed the University's Treasury and Investment Policy which had remained unchanged on review.

G24.07.6.9 Members heard that the Committee had noted for formal record its Members' approval – secured by email – of the following:

- i. Avon Pension Fund – forward payment of the 2025/26 deficit.
- ii. Student Union Superannuation Scheme exit.

G24.07.6.10 **Audit, Risk and Assurance Committee (ARAC)**
Jamie Paddon, Chair of ARAC provided Members with a summary of discussions that had taken place at the Committee meeting held on 19 June 2024.

G24.07.6.11 Members noted the following:

- i. This was the first meeting attended by the ARAC's new Co-opted Member, Jennifer Whitten.
- ii. The Committee continued to monitor closely outstanding student debt and Members had been pleased to see the improvements that had been brought by the additional controls introduced in September 2023.
- iii. Risk Management and Business Continuity – a good discussion was held about the report, and Members noted that the two strategic risks – Student Recruitment and Financial Sustainability - remained as Extreme Risk, and that the tactical risk Collaborative Provision had increased from Moderate to High Risk.
- iv. The University Transformation Programme (UTP) –
 - a. The UTP Risk Register was presented for the first time; ARAC would monitor this closely.
 - b. Two Internal Audit reviews of the UTP were included in the Internal Audit Plan for 2024/2025.
- v. Internal Audit Reports – two reports had been rated High Risk:

- a. Data Quality: UKVI – the University had requested this review, having recognised that some risks existed (the audit had confirmed those risks). ARAC was assured that a robust management plan was in place and requested that the new internal auditors, KPMG undertake a detailed follow-up review in 12 months’ time to provide assurance that agreed actions had been implemented.
- b. Financial Planning – although this review had started before the UTP was developed, lessons from the review would be valuable going forward.

STUDENT VOICE

G24.07.7 UPDATE FROM THE PRESIDENT OF THE STUDENTS’ UNION

Paper G24/07/03 was received

- G24.07.7.1 The Chair congratulated Kolawole Samuel Olure on his re-election as UWESU President and thanked him for the report, inviting him to share any particular highlights with the Board.
- G24.07.7.2 Sam opened with expressing his thanks to Board Members and VCE Members for their support over the last year and gave particular thanks to his mentor Carolyn Donoghue, Independent Member.
- G24.07.7.3 Members were referred to the report and noted the following:
- i. New UWESU Presidents’ profiles –
 - a. All shared ‘employability’ as a key priority; this had also featured in the Transnational Education (TNE) presentation provided by the DVC and Registrar during the joint strategic session held with Academic Board Members immediately before this meeting.
 - b. Mental health, sustainability and wellbeing were also priorities for the new team.
 - ii. Green Impact Audit was taking place as the report was written; the results were now notified and 97.4% overall had been achieved, which meant that the Excellent status was retained.
 - iii. Drugs and alcohol impact – the Students’ Union and UWE Bristol partnership had received reaccreditation in the biannual SOS-UK Drug and Alcohol Accreditation, having achieved 92%. Thanks were expressed to UWE colleagues.
- G24.07.7.4 Members heard that Universities UK (UUK) had published a new report ‘Enabling Student Health and Success’ to which the University had contributed significantly.
- G24.07.7.5 Members referred to the UWESU elections held in March and enquired as to the turnout. Members noted that this had been c.25% and were reminded (and as noted in the report) of the ‘reimagining student representation work’ that was currently being undertaken, to examine the reasons or obstacles preventing students to engage in this manner.
- G24.07.7.6 Members acknowledged that 25% was in fact a good turnout in comparison with other institutions, bearing in mind that the UWE Bristol student population was distributed across multiple campuses and that many students were working for much of their time outside of study. The turnout sector average was in the region of 10%.
- G24.07.7.7 Members referred to the 92% achieved in the drugs and alcohol impact accreditation and asked how this compared in the sector. Members noted that this almost certainly placed the University in the top 3 institutions.

G24.07.7.8 Members also noted that the University had adopted a public health approach; one of reducing harm and educating young people about the risks. More universities were engaging with this, but progress was slow.

G24.07.7.9 Members were reminded of the excellent presentations provided to Board Members by the Dean of Students, Gerry Rice and noted that plans were developing for a further deep-dive session.

STRATEGIC ITEMS FOR DISCUSSION

G24.07.8 VICE-CHANCELLOR'S REPORT

Paper G24/07/04 was received

G24.07.8.1 Members noted the content of the report and received an update from the Vice-Chancellor. Members noted the following in particular:

G24.07.8.2 *Graduation ceremonies and Chancellor installation*

- i. The University's summer graduation ceremonies would take place from 15-25 July, to which Governors were invited. The ceremonies were being held at the Bristol Beacon for the first time.
- ii. The installation of the University's new Chancellor Sir Peter Bazalgette would take place on 18 July. Sir Peter had recently written a couple of interesting views about the power of the Arts and the economy.
- iii. Sir Peter would replace Sir Ian Carruthers OBE, who has served as UWE Bristol's Chancellor since 2011. Sir Ian would continue to have an association with the University and would be made Chancellor Emeritus. Sir Ian was working with the University with regard to the Integrated Care Academy, and to leadership in areas related to the Business School and Health.
- iv. Successful Graduate Shows – recognition of the continued success of UWE Bristol students in the recent RTS National Student Awards, with Animation and Filmmaking students winning 3 film and 1 individual award. One student had been shortlisted for a BAFTA.

G24.07.8.3 *International Trip – Malaysia*

- i. The Vice-Chancellor's visit to Malaysia, which had included the Convocation Ceremonies of Taylor's University, a long-standing international partner of UWE Bristol.
- ii. The visit had also afforded an opportunity to speak with Taylor's alumni, as well as to understand from the new Vice-Chancellor their ambitions and ability to develop the relationship. Taylor's University had become a very strong institution that was interested in moving into new areas of graduate research and short courses/emerging areas. Its QS World University ranking was high.
- iii. A meeting was also held with the CEO of HELP University, exploring opportunities for 3+1 provision, research collaboration, short courses and summer schools.
- iv. The final visit was to see the Minister of Youth and Sport of Malaysia, YB Hannah Yeoh. Discussions included a focus on UWE Bristol's support for elite athletes on Scholarship Programmes and how further opportunities for collaboration could be developed.

G24.07.8.4 Members asked whether the international trips were also undertaken with a view of student numbers, recruitment in mind and noted the confirmation that this was the case. As shared earlier at the joint strategic session, UWE Bristol was the fifth largest provider of TNE; this was a substantial and important area of business.

- G24.07.8.5 Members also noted that the international alumni were very strong and that it was important to 'refresh' these important partnerships, therefore opportunities to have such meetings were maximised wherever possible.
- G24.07.8.6 Members acknowledged that such provision was one of the ways to mitigate financial risk and asked whether UWE Bristol was in competition with other universities in this area.
- G24.07.8.7 Members heard that previously, research intensive institutions had shown little interest in TNE but competition was now emerging – targeting China in particular. Members noted the new markets that the University had identified and was currently exploring.

G24.07.9 STRATEGIC PLAN 2024-2026
Paper G24/07/05 was received

This item is recorded as a confidential minute.

FINANCE, ESTATES AND IT MATTERS

G24.07.10 FINANCIAL ESTIMATES AND FORECASTS
Paper G24/07/06 was received

- G24.07.10.1 The Chair referred Members of the caveat to the FEIT Committee's endorsement of the provisional 2024/25 draft budget for Board approval, in that the Board would require further information to contextualise the budget to understand the Committee's decision.
- G24.07.10.2 Members were reminded of the Teams session on the University's Finances that took place the previous Friday, provided by the Chief Financial Officer, which provided context around the draft budget being presented today.
- G24.07.10.3 Members:
- i. **Approved** the budget, subject to not committing above operating cash flow.
 - ii. Endorsed the proposal to:
 - a. Review the position in August when the University would have a better idea of numbers, then
 - b. Review again in September, prior to the October/November student population count. At this point, any Capex would come forward with the finalised business plan.
- G24.07.10.4 Members formally noted the allocation of 2024/25 block grant to the Students' Union.

REPORTS

G24.07.11 CLERK'S REPORT
Paper G24/07/07 was received and noted.

G24.07.12 ANY OTHER BUSINESS

- G24.07.12.1 Jim Smith, Academic Board Nominee (elected)
On behalf of the Board, the Chair thanked Jim for his service to the Board and the PCQS Committee, and the insightful perspective that he brought to discussions.
- G24.07.12.2 Kalpna Woolf, Independent Board Member
On behalf of the Board, the Chair congratulated Kalpna on her recent appointment as High Sheriff of Bristol, testimony to all she had done for the city. Thanks were expressed to Kalpna for her contribution, questions and comments to the Board during her tenure as an Independent Member, and wished her well for the future.

G24.07.12.3 No further business was received.

University staff, Staff and Student Nominees left the meeting. The Clerk and the Deputy Clerk remained for the next item.

G24.07.13 RESERVED BUSINESS

Paper G24/03/08 was received

This item is recorded as a confidential minute.

ITEMS TO NOTE

***G24.07.14 NOMINATIONS AND GOVERNANCE COMMITTEE MINUTES**

*Paper *G24/07/09 was received and noted.*

***G24.07.15 PEOPLE, CULTURE, QUALITY AND STANDARDS COMMITTEE MINUTES**

*Paper *G24/07/10 was received and noted.*

***G24.07.16 FINANCE, ESTATES AND IT COMMITTEE MINUTES**

*Paper * G24/07/11 was received and noted.*

***G24.07.17 AUDIT, RISK AND ASSURANCE COMMITTEE MINUTES**

*Paper *G24/07/12 was received and noted.*

***G24.07.18 SUMMARY OF COMMERCIAL ACTIVITIES**

*Paper *G24/07/13 was received and noted.*

***G24.07.19 OFFICE FOR STUDENTS (OfS) RECURRENT GRANT FUNDING FOR 2024-2025**

*The notification from the OfS (Paper *G24/07/14) was yet to be received.*

***G24.07.20 CORPORATE SEAL**

*Paper *G24/07/15 was received and noted.*

***G24.07.21 ACADEMIC BOARD MINUTES, 13 MARCH 2024 AND 15 MAY 2024**

*Paper *G24/07/16 was received and noted.*

DATES OF FUTURE MEETINGS

24 September 2024	09:00 – 13:00	Governor Development
	13:00 – 18:00	Lunch, Strategic Seminar and Board meeting (15:00)
20 November 2024	13:00 – 18:00	
18-19 March 2025	inc. Away Day	
8 July 2025	13:00 – 18:00	Starting with a joint strategic seminar with Academic Board