

## **BOARD OF GOVERNORS**

Minutes of the meeting of the Board of Governors held on Tuesday 23 November 2021.

**Present:** David Lamb (Chair), Richard Bacon, Jenny Body, Evan Botwood,(until G21.11.14), Laura Claydon, Professor John Craven, Carolyn Donoghue, Professor Marc Griffiths (until G21.11.14), Ian MacKenzie, Dr Chris Moore (from G21.11.4.7 to G21.11.9), Dave Tansley, Professor Steve West (until G21.11.14), Kalpna Woolf (via MS Teams).

**Apologies:** Grant Mansfield, Tim Simmonds, Andrea Young.

**In Attendance:** Dr Jodie Anstee, Clerk (until G21.11.14), Professor Amanda Coffey, DVC and Provost (until G21.11.14), William Liew, Chief Financial Officer (for G21.11.9), Jo Midgley, Registrar and PVC Student Experience (for G21.11.4, G21.11.7, G21.11.8, G21.11.12.5 to G21.11.12.9), Joanna Wallis, FOI and Governance Officer (until G21.11.14), Christine Gledhill, Deputy Clerk (minutes, until G21.11.14).

### **G21.11.1 MEMBERSHIP AND APOLOGIES**

Apologies were noted as set out above.

### **G21.11.2 DECLARATIONS OF INTERESTS**

None received.

### **G21.11.3 OPENING DISCUSSION**

G21.11.3.1 The Chair invited Members to raise any further matters for consideration at the meeting or for a future meeting of the Board.

G21.11.3.2 Members raised the following matters for further consideration:

- UCU strike action (this would be covered in the VC's Report)
- Capacity to deliver required work (this would be covered in the consideration of the Strategy 2030 Implementation agenda item).

G21.11.3.3 The Chair suggested to Members that any feedback on the staff engagement sessions of that morning should be shared succinctly via email to the Clerk.

**ACTION: Governor attendees of the staff engagement sessions**

### **G21.11.4 UPDATE FROM THE PRESIDENT OF THE STUDENTS' UNION**

G21.11.4.1 Evan Botwood, UWESU President and Student Nominee highlighted to the Board the matters that were exercising the Students' Union – both nationally and locally.

G21.11.4.2 Members noted the following:

- i. Freedom of Speech Bill – whilst there was no official NUS position on this, discussion among the UWESU Presidents had expressed the view that a robust External Speakers' Policy was in place and that the Bill would add little to enhance that.
- ii. UCU strike – the UWESU had not been approached for comment, but it was felt that this action would not impact hugely on the University.
- iii. Drug spiking –

- a. this was a national issue, particularly within cities (including Bristol).
- b. The UWESU's 'Late Night Do It Right' activity was providing practical support to help students to keep safe: bottles of water, taxis, bottle stoppers, etc. at all Welcome events and formed part of the messaging to students.
- c. Wednesday Sports Nights – entry only with a UWE student card, use of metal detectors at the doors to expose syringes, etc.
- d. The SU had also supported and provided packages to students involved in the recent "Girls' Night In" event (a nationwide protest to highlight the problem of drug spiking).
- e. Policies and procedures – these were explicit in stating that the police would be called to instances of spiking and that for those students who suspected their drink had been spiked, this would be replaced free of charge.
- f. Searches were undertaken at larger events.
- g. The SU had joined in a Bristol-wide campaign about this matter and the SU President had shared in writing the activity being undertaken.

G21.11.4.3 Members remarked that the activity being undertaken was encouraging and reassuring, and asked whether women felt safe on the University campuses. Members noted that whilst this question had not been definitively posed to students, general discussions had indicated that this was the case.

G21.11.4.4 Members also noted that there were parts of the University estate that required some improvement, such as:

- Frenchay – the Student Centre (Farmhouse), which was open 24 hours a day, 7 days a week, for distressed students requiring support. As a priority, improvements to the pathways around the Centre, lighting, security and surveillance would be undertaken, as appropriate. This was a priority.
- Glenside – lighting and maintenance of shrubbery.

G21.11.4.5 The SU President reminded Members of particular matters of student concern at Bower Ashton, including the lighting outside the campus leading to bus stops and the underpass.

G21.11.4.6 Members noted that this was linked to the discontinuation of the First Bus service to the campus and that the University had had a number of discussions with the service provider about this matter, and had suggested adding a 'dog-leg' detour to an existing service into the Bower Ashton campus. First Bus had indicated that this would require additional stock and drivers, the latter of which was currently in shortage. Such a change would require input from Bristol City Council and the next opportunity for First Bus to consult with the council would be January 2022.

G21.11.4.7 Members further noted that if the University were to support the council in respect of the cost of improving the street lighting, there would remain the issue of scheduling this into the works programme.

The University was making enquiries as to whether the police had received any reports regarding safety.

Dr C. Moore joined the meeting.

G21.11.4.8 Members were informed that students were planning to hold a protest later that week against the withdrawal of the bus service.

G21.11.4.9 Members noted that the University was in the process of trying to identify vulnerable students (for example, those with a disability), so that it may provide them with

additional support, and that it continued to communicate the usual advice regarding personal safety, including avoiding travelling alone.

G21.11.4.10 Members questioned whether the University could part-fund a bus service and noted that it had subsidised the service in the past and that doing so now would cost in the region of £500,000; the most cost-effective solution would be to loop the existing service into the campus.

G21.11.4.11 Members noted that in the midst of the Covid-19 pandemic last year, First Bus had taken a commercial decision to withdraw the service and that the company had been urged by the University to reconsider that decision now that students had returned to campus.

G21.11.4.12 The SU President continued with the update:

- h. Accommodation (International students) – the SU continued to work with the University on this matter.
- i. COP26 – the SU and the University were working in partnership on many areas and the Sustainability Team events continued to be promoted.
- j. Covid-19 – the SU continued to work in line with University and Public Health England guidance. There were no major concerns to report, which was particularly pleasing given the very large Freshers' Fair event that had taken place.
- k. Student/Governor lunches – two events had taken place in recent weeks at which good discussions had taken place (Student Voice and Mental Health provision) and aligned well with the partnership projects being undertaken by the SU and the University. The students who had attended saw much value in having done so.

G21.11.4.13 The SU President commented that at a recent national event, the idea of having a second Student Nominee on Governing Bodies had been discussed and asked whether this would be possible for the UWE Board. Members noted that the new Associate Board Member role was intended for individuals in their early career, with recent university experience, with a view to enhance that particular perspective.

## STRATEGIC ITEMS

### G21.11.5 VICE-CHANCELLOR'S REPORT

*Paper G21/11/01 was received*

G21.11.5.1 Members noted the content of the report and received an update from the Vice-Chancellor. Members noted the following in particular:

G21.11.5.2 *Comprehensive Spending Review (CSR) and the Post-18 Review*

- i. The relevant headlines from the CSR review were noted, as detailed in the report.
- ii. No announcements had been made in relation to the post-18 (Augar) review of education and funding. A White Paper was expected before Christmas.

G21.11.5.3 *Office for Students*

- i. An announcement was expected imminently on the appointment of the new Director of Fair Access and Participation.
- ii. Providers would be invited to recast their Access and Participation Plans, with an enhanced emphasis on progression, continuation, employability and how they were working with schools.
- iii. The Chief Executive, Nicola Dandridge had given notice of her resignation from the role and would leave the organisation at the end of April 2022.

G21.11.5.4 *UCU Ballot*

- i. The ballot for strike action at the University did not return the required 50% response threshold.
- ii. Ballots at 58 institutions had returned in favour of action and these institutions were predominantly those with larger numbers of staff in USS membership.
- iii. The UCU was considering whether to re-ballot in institutions where the voting had been close, or to reconfigure the ballot. The action would take place over 3 days in early December.
- iv. A lot of work had been undertaken to mitigate the impact of strike actions, including the ability to cover and provide access to materials; consideration was also being given as to whether pre-recorded delivery could be used as part of those mitigations. Members were reminded that the consent of the individual staff member would be needed as performance rights sat with the individual, although the Intellectual Property rested with the University. Members noted that workplace relations within the University were sufficiently sound for those discussions to take place.

**G21.11.5.5** *Student Emergency Hospital Admissions*

Members noted the pressures being placed on emergency departments at the local hospitals, many of which were very low-grade cases, and a high proportion were subsequently completely discharged, or the individuals discharged themselves.

**G21.11.5.6** Members noted that the hospitals had alerted the universities in the area to this matter. The Vice-Chancellor confirmed that a campaign would be run to educate students on the appropriate use of the service.

**G21.11.5.7** Members asked if the University paramedic students were able to help in a practical way and noted that some oversight was provided in this way, but this was possible only for students living on campus.

**G21.11.5.8** *Accommodation*

Members asked if there had been any movement in the numbers of students still seeking accommodation and noted that these were expected to have fallen. Members were reminded that a fall in these numbers were dependent on students accepting what was offered to them and that those who were accompanied by their families were particularly challenging to accommodate. The University and the UWESU would continue to work together on this matter.

**G21.11.6** **STRATEGY: CORPORATE SCORECARD**  
*Paper G21/11/02 was received and noted.*

**G21.11.7** **PURPOSE: NSS Bounce-Back Update**  
*Paper G21/11/03 was received*

**G21.11.7.1** Jo Midgley, Registrar and Pro Vice-Chancellor Student Experience highlighted the following for Members' attention:

- i. The report provided further detail on the support intervention and implementation. Whilst the support was being provided to a small number of programmes, these had very large cohorts which could have significant impact on the overall National Student Survey (NSS) outcomes – negative and positive – for the University.
- ii. The pilot was providing an opportunity to test some of the approaches to a new way of operating, intended to be rolled out across all programmes as part of the Strategy 2030 target operating model (TOM) work. Members noted that this work would explore how programme teams would look in terms of governance, process and systems.
- iii. The pilot started on 1 November and was already making an impact – progress was being monitored on a 4-weekly basis.

- G21.11.7.2 Members asked how the Board would be kept apprised of progress and noted that this would be brought to the most appropriate committee, in addition to which updates via email would be shared, as required.
- G21.11.7.3 Members noted that that the NSS opened to final year undergraduate students at the end of January and remained open until the end of March.
- G21.11.7.4 Members also noted that the University recognised that the current second year student cohort had experienced a very disruptive first year, due to the pandemic.
- G21.11.7.5 Members requested that the monthly progress reports be shared with Governors via email.

**ACTION: Registrar and PVC Student Experience/Clerk**

**G21.11.8 PURPOSE: STRATEGY 2030 IMPLEMENTATION**

*Paper G21/11/04 was received*

- G21.11.8.1 The Vice-Chancellor referred Members to the report and appendices and noted that these gave a high-level view of activity for the next 3 years in relation to the three key areas of focus of Strategy 2030: People, Purpose and Place.
- G21.11.8.2 Members noted the following:
- i. Activity for the next 3 years was clear and built on the learning of Strategy 2020; some areas of activity were partly 'business as usual' and there was a degree of overlap across all three areas of focus.
  - ii. The Student and Staff Experience 'Wheels' (appendices 2 and 3 respectively) indicated the ways in which successful implementation of the strategy would manifest in terms of the experiences of students and staff. This was accompanied by a wheel on Place.
  - iii. The roadmap would be used to inform the business of the Board and its committees.
- G21.11.8.3 The Vice-Chancellor invited Members to split into 3 groups, to consider the documentation and:
- Whether there was anything missing, and
  - How the Board would wish to engage with this going forward.
- G21.11.8.4 Detailed feedback was noted from each group and would be shared with the Clerk after the meeting.

Common themes included:

- i. This visualisation of the implementation plan was useful.
- ii. Recognition that Strategy 2030 was founded upon the achievements and learnings of the previous strategy, but there was need for momentum to be built back up, post-pandemic.
- iii. It may be prudent and helpful to the University's internal audience to consider identifying and overlaying activity that consisted of larger projects with that which was felt to be business as usual.
- iv. The view that, when needed and still at a high-level, particular areas of focus could be included in the business of existing committees (People and Purpose: PCQS, Place: FEIT).
- v. Consider the use of a small group of Governors as critical friends.
- vi. The need for consistency of approach – the use of the Corporate Scorecard as a 'balance sheet' and the implementation plan (roadmap) as a 'revenue account', to ensure sufficient resources (including staffing) were in place.

The following actions were identified for members of the Directorate to take forward:

- i. The need for the Board to get assurance that:
  - a. The delivery of the plan was on track,

- b. The foundation for success was in place, and
- c. Significant projects had been achieved, with assurance being provided at major milestones along the journey.
- ii. Essential that the roadmap was linked to KPIs.
- iii. Agreement that this was a coherent programme of activity but that a few key milestones/gate reviews would be helpful, with the Board to stay at a high level of scrutiny; it was the role of the Directorate to determine what those milestones were. For example, the appointment of the PVC and Heads of Colleges would provide assurance that the rest of the strategy could succeed.
- iv. Testing of the plan was required – perhaps every 6 months – to determine that goals aligned to Strategy 2030 were being, or were on track to being achieved.
- v. Recruitment of a CPO should be added to the roadmap.

**ACTION: Directorate**

Dr C. Moore left the meeting.

## ITEMS FOR APPROVAL (FINANCIAL)

### **G21.11.9 ASSURANCE REPORT: ACCOUNTS AND FINANCIAL FORECASTS**

*Paper G21/11/05 was received*

- G21.11.9.1 The Chair invited the Chief Financial Officer and the Committee Chairs to present the report.

William Liew, Chief Financial Officer reminded Members that the Annual Report, Financial Statements 2020/2021 and the Financial Forecasts 2024-2025 had been considered by the FEIT Committee and by the Audit, Risk and Assurance Committee. Consideration had also been given by the Remuneration Committee to the remuneration commentary within the Annual Report. The Chief Financial Officer had also provided a presentation to Board Members on 21 October 2021.

- G21.11.9.2 The Chief Financial Officer reported that there had been no changes to the numbers in the accounts since they were presented to the FEIT Committee on 21 October 2021.

- G21.11.9.3 Ian MacKenzie, FEIT Committee Chair reported that the Committee's recommendation of the Annual Report and Financial Statements came on the back of in-depth discussions and the helpful presentation provided by the Chief Financial Officer. He added that the FEIT Committee was comfortable with the assurance received and:
1. Has noted the out-turn of the financial performance for the year ended 31 July 2021 and has confirmed to Audit, Risk and Assurance Committee that they are in order for acceptance.
  2. Is content to advise the Board of Governors that the University's financial controls and reports are adequately in place to oversee and monitor the management of the University's financial viability and sustainability.
  3. Has noted and endorses the draft financial forecasts to 2024/25 for formal approval by the Board of Governors, prior to submission to the Office for Students (OfS).

- G21.11.9.4 Richard Bacon, Chair of the Audit, Risk and Assurance Committee reported that the External Auditors were issuing an unqualified opinion and had confirmed at the Committee meeting on 4 November 2021 that they were satisfied that the assessment process made by management was appropriate and thorough, and that the disclosures made were clear and proportionate.

- G21.11.9.5 On behalf of the Committee, he highlighted the following for the Board's attention:

1. The unadjusted £670k accrual – considered to be immaterial; the Committee had agreed that this was not of such significance to require adjustment.
2. Pensions – the LGPS scheme was in balance from an actuarial perspective.
3. Increase in the level of bad debt provision.
4. The in-year impairment of intangible asset (new student system).
5. Assurance of the review of the Going Concern statement.

G21.11.9.6 The Committee Chair confirmed that the Committee recommended the Annual Report and Financial Statements 2020/2021 for Board approval and endorsed the signing of the Management Representation Letter by the Vice-Chancellor.

G21.11.9.7 The Board **approved** the Annual Report and Financial Statements 2020/2021, and the Management Representation letter for signature by the Vice-Chancellor, on its behalf.

## ITEMS FOR APPROVAL (ACADEMIC ASSURANCE)

### G21.11.10 ANNUAL STATEMENT OF ACADEMIC ASSURANCE

*Paper G21/11/06 was received*

G21.11.10.1 Jenny Body, PCQS Chair, informed Members that the annual statement had been considered in detail at the Committee meeting on 3 November 2021, and the Committee recommended the Board to approve the statements of academic assurance.

G21.11.10.2 Members were informed that the data provided in Table 1 that were noted then as provisional had now been updated, the details of which were highlighted.

G21.11.10.3 The Board **confirmed** that it had been assured that:

1. The necessary methodologies and processes are in place to ensure compliance with Conditions B1-6 and E2 of the Regulatory Framework;
2. These methodologies and processes operated effectively during the 2020/21 academic year, including during the period of disruption to normal operations caused by the Covid-19 pandemic.

## REPORTS

### G21.11.11 COMMITTEE ASSURANCE REPORTS

*Paper G21/11/07 was received*

G21.11.11.1 **Finance, Estates and IT (FEIT) Committee**  
Ilan MacKenzie, FEIT Committee Chair, reported that the greater part of the meeting held on 21 October 2021 had been spent considering the Annual Report and Financial Statements.

G21.11.11.2 Members also noted that the Committee had also reflected upon the support received by the University through the Coronavirus Job Retention Scheme (CJRS – “furlough”). A good discussion had taken place, acknowledging that the support had been applied for appropriately and the Committee had decided that the support should be retained.

G21.11.11.3 **People, Culture, Quality and Standards (PCQS) Committee**  
Jenny Body, PCQS Chair, shared with the Board the topics of discussion at its meeting on 3 November 2021, including the Annual Statement of Academic Assurance which the Committee considered in detail and recommended to the Board of Governors. Members also noted that an additional and very useful meeting had taken place on 1 November, which had focused solely on the awarding gap.

- G21.11.11.4 **Audit, Risk and Assurance Committee (ARAC)**  
Richard Bacon, ARAC Chair, reported that the Committee continued to embed its work with the Business Assurance Framework. Members noted that significant progress had been made in this area over the last year and that this would come back to the Committee as further enhancements were made.
- G21.11.11.5 Members also noted the Annual Report of the Audit, Risk and Assurance Committee, provided in the VBR library.
- G21.11.11.6 **Remuneration Committee**  
Laura Claydon, Committee Chair highlighted that the Committee had received a useful rundown from the Vice-Chancellor of the external commitments held by University senior staff.
- G21.11.11.7 Members also noted the Committee's Annual Report to the Board of Governors, provided in the VBR library.
- G21.11.11.8 **Nominations and Governance Committee**  
David Lamb, Chair of Governors and Chair of the Committee Chair presented the three recommendations made by the Committee for approval by the Board:
- G21.11.11.9 Term of Office Renewal: Richard Bacon, Independent Member  
Members **approved** the recommendation that Richard serve as a second term of office of 3 years as Independent Member and Chair of the Audit, Risk and Assurance Committee, to 31 January 2025.
- G21.11.11.10 Board of Governors Composition  
Members **approved** the recommendation to reduce the Co-opted membership of the Board from 2 to 1 and to increase the Independent membership from 12 to 13, keeping the overall membership at 18.
- G21.11.11.11 FEIT Co-opted Membership  
Members noted the Committee's view that, given the considerable work underway in relation to estates development and master planning, the skills in these areas across the Board membership (in particular, fundraising for large projects, estates and construction) were relatively light. The Committee had discussed how best to accommodate the recruitment of an individual with the required skills.
- G21.11.11.12 Members **approved** the recommendation that the co-opted member opportunities within the Finance, Estates and IT Committee membership be used for the recruitment of an individual with the required estates/master planning skills.

## ITEMS TO NOTE

- G21.11.12 CLERK'S REPORT**  
*Paper G21/11/08 was received*
- G21.11.12.1 **Governance Developments – Student Lunches and Staff/Governor Insight and Development Sessions**
- G21.11.12.2 Members who had participated in the recent student lunches and in the staff insight and development sessions held earlier in the day, commented favourably upon the value of these engagement sessions.
- G21.11.12.3 During discussions Members considered whether the discussion lunches raised students' expectations that there would be a response to the matters they presented.

Members noted the intention of the Clerk to bring a paper to the next Nominations and Governance Committee meeting reviewing the engagements and outlining the topics raised, and any required responses, etc.

G21.11.12.4 Members were reminded by the Chair to relay any feedback to the Clerk.

#### G21.11.12.5 **Compliance with the Prevent Duty 2020-2021**

##### The Prevent Duty Monitoring Accountability and Data Return 2021

Members were reminded that Jo Midgley, Registrar and PVC Student Experience was the University's Prevent Lead.

G21.11.12.6 Members noted the increase in the number of staff required to undertake Prevent Training (75% completion rate to date); the requirement had been extended to frontline staff in student support roles and to academic personal tutors. The training was being reviewed to ensure that it was refreshed and engaging.

G21.11.12.7 Members asked whether the completion rate was felt to be satisfactory. Members noted that some staff were reluctant to engage with the training, although these numbers were not significant. The University continued to position this as a wellbeing and safeguarding issue and the need to understand and support students in that context.

G21.11.12.8 During discussions Members also noted the details of the following:

- i. Prevent Duty Risk Assessment
- i. Prevent Duty Action Plan
- ii. Annual Report of Safeguarding Cases.

#### G21.11.12.9 Prevent Annual Accountability Statement

Following full and careful consideration of the information provided, Members **approved** the following declaration, as required by the Office for Students:

That the University:

- a) has had due regard to the need to prevent people being drawn into terrorism (the Prevent duty);
- b) has provided to OfS all required information about its implementation of the Prevent duty;
- c) has reported to OfS in a timely way all serious issues related to the Prevent duty, or now attaches any reports that should have been made, with an explanation of why they were not submitted;
- d) has reviewed, and where necessary, updated its Prevent risk assessment and action plan.

#### **G21.11.13 MINUTES AND MATTERS ARISING**

*Paper G21/11/09 was received*

G21.11.13.1 Members **approved** the minutes of the meeting held on 21 September 2021.

#### G21.11.13.2 Matters Arising

Members noted that all but one of the actions from the last meeting were completed.

#### G21.11.13.3 Financial Roadmap/Masterplan for Strategy 2030 (G21.09.6.15 refers)

Members noted that a presentation on the financial roadmap/masterplan for Strategy 2030 would be brought for discussion at the March 2022 Away Day.

At this point all University staff, Staff and Student Nominees left the meeting.

#### **G21.11.14 INDEPENDENT GOVERNOR DISCUSSION**

This session involved Lay Governors only and was not minuted.

- \*G21.11.15 AUDIT, RISK AND ASSURANCE COMMITTEE MINUTES**  
*Paper \*G21/11/10 was received and noted.*
- \*G21.11.16 FINANCE, ESTATES AND IT COMMITTEE MINUTES**  
*Paper \*G21/11/11 was received and noted.*
- \*G21.11.17 REMUNERATION COMMITTEE MINUTES**  
*Paper \*G21/11/12 was received and noted.*
- \*G21.11.18 NOMINATIONS AND GOVERNANCE COMMITTEE MINUTES**  
*Paper \*G21/11/13 was received and noted.*
- \*G21.11.19 PEOPLE, CULTURE, QUALITY AND STANDARDS COMMITTEE MINUTES**  
*Paper \*G21/11/14 was received and noted.*
- \*G21.11.20 UWESU AND UWE GOVERNORS' STRATEGIC WORKSHOP NOTES**  
*Paper \*G21/11/15 was received and noted.*
- \*G21.11.21 AUDIT, RISK AND ASSURANCE COMMITTEE ANNUAL REPORT TO THE BOARD OF GOVERNORS**  
*Paper \*G21/11/16 was received and noted.*
- \*G21.11.22 REMUNERATION COMMITTEE ANNUAL REPORT TO THE BOARD OF GOVERNORS**  
*Paper \*G21/11/17 was received and noted.*
- \*G21.11.23 MAPPING THE UNIVERSITY'S GOVERNANCE PRACTICE TO SECTOR REGULATION AND CODES**  
*Paper \*G21/11/18 was received and noted.*
- \*G21.11.24 CORPORATE SEAL**  
Since the last meeting to the date of the circulation of Board agenda papers, the application of the Corporate Seal had not been required. However, two documents had required the application of the seal that morning and details of these would be reported to the Board at the next meeting.
- \*G21.11.25 ACADEMIC BOARD MINUTES, 7 JULY 2021**  
*Paper \*G21/11/19 was received and noted.*

**DATES OF FUTURE MEETINGS**

22-23 March 2022 inc. Away Day Clevedon Hall  
12 July 2022 13:00 – 18:00 Frenchay Campus

<b>OUTSTANDING ACTIONS</b>			
Meeting	Minute	Action	Status
23 Nov 2021	G21.09.4.3 and G21.11.12.4	Governor attendees of the staff and engagement sessions to provide brief feedback via email to the Clerk.	
23 Nov 2021	G21.11.7.5	Registrar and PVC Student Experience and the Clerk to share the monthly progress reports be shared with Board Members via email.	
23 Nov 2021	G21.11.8.4	Members of the Directorate to take forward the actions in relation to the S2030 roadmap, as identified by Governors.	