



BOARD OF GOVERNORS

Minutes of the meeting held on 21st September 2017 at 10.00 am at Newton Park

Present:

Mr T Jagger (Chair)	Mr J Glasspool
Mr S Blake	Ms R Heald
Ms N Campbell	Lady T Lloyd
Ms K Curtis	Mr R Lucas
Dr K Doern	Prof P Martin
Mr A Fasoulis	Mr T Osborne
Ms T Fisk (part)	Mr D Pester
Prof N Foskett (Vice-Chancellor)	

In attendance:

Mr C Ellicott (Clerk)	Ms K Love (item 16/75)
Mr N Latham	Dr R Schaaf (items 16/70–16/72)
Prof N Sammells	Ms A Stone (items 16/73–16/74)
Mr R Armstrong-Haworth (item 16/75)	Ms J Wakefield (item 16/75)
Prof P Davies (items 16/70–16/72)	Mr S Williams (item 16/75)
Mr R Jordan (item 16/76)	

Apologies:

Prof R Alexander	Ms L Fleming
Mr W Archer	Mr M Francis

16/64 CHAIR'S INTRODUCTION

The Chair welcomed all to the meeting and particularly Simon Blake and Nick Foskett who were attending their first meeting. He noted that it was Alkiviadis Fasoulis's last meeting as the postgraduate Student Governor and wished him well for the future.

16/65 MINUTES OF THE MEETING HELD ON 28th June 2017

The draft minutes were agreed as a true record, with the following amendments:

List of those present: delete 'Brooks' and substitute 'Blake'.

Minute 16/56: Delete 'Mr Latham clarified that some...' and substitute 'Mr Latham clarified that the University was a little behind in its fire safety checks, but was presently rectifying this. Some...'

16/66 MATTERS ARISING

The Clerk drew the meeting's attention to the schedule of actions appended to the Board papers. There were no other matters arising from the minutes.

16/67 CLERK'S BUSINESS

Decisions taken out of committee since last meeting [Paper G958]

The meeting agreed to accept into record decisions taken since the June meeting of the Board of Governors as detailed in Paper G958.

16/68 CHAIR'S BUSINESS

Appointment of Vice-Chancellor

The Chair thanked all present who had contributed to the recent selection process and confirmed that discussions with the preferred candidate were continuing. He hoped to soon be able to come back to the Board for approval.

Resignation of Professor Alexander

The Chair referred to Professor Alexander's letter of resignation from the Board of Governors, which had been circulated. He was sorry that Professor Alexander had resigned and praised his contribution to the University over several years. He said that it was clear from his letter that Professor Alexander was uncomfortable with some aspects of governance in recent months, and with the Chair's style. The Chair acknowledged that he had felt considerable pressure to get things done effectively, but had not thought that that had been achieved at the expense of listening to Governors. He invited Governors to contact him – or, if they preferred, the Deputy Chair – if they wished to comment on this. Ms Fisk agreed that improving governance should be a natural part of Board business, and suggested that governors should be appraised at intervals.

Improving Governance [Paper G957]

The Chair presented his paper and highlighted some areas in which he thought Board operation could be improved. He felt the Articles and Instrument of Government were a little unbalanced and outdated, and would merit some scrutiny. Professor Foskett supported the proposal of a review, which he thought timely. He felt it was important to focus on the role of the Board of Governors in the wider sense, for example the accountability of key committees and the Academic Board's relationship with the Board of Governors. A range of people and organisations might contribute and he suggested that the Leadership Foundation might be of use. Governors were supportive of the proposal of a review, but felt that November was too soon to expect any outcomes. The proposal was agreed with the understanding that all governors should be involved in the review, and the Clerk and Mr Latham were delegated to produce a specific proposal and timeline.

[ACTION: CLERK & MR LATHAM]

16/69 VICE-CHANCELLOR'S REPORT [Paper G959]

The Vice-Chancellor thanked all for their warm welcome and referred to his report.

He noted the possibility of changes to the present funding arrangements in the Chancellor's Autumn Statement and said that Universities would need to be ready to respond.

He mentioned the challenges presented by the University's review of its Undergraduate Framework and highlighted the major features of the revised scheme. Mr Lucas said that he

was pleased that a recent decision had been taken to retain the concept of a 'welcome week' for new students and hoped that the student voice would be heard in further discussions about the new framework. Professor Foskett agreed that it was important for the student voice to be raised across the institution, and Professor Sammells stressed that student participation was key to the good health of the institution.

Regarding strategic planning, the Vice-Chancellor felt that the University would need to adopt different approaches, and he felt that the appointment of his successor presented that opportunity. It was important to connect the strategy to how the institution actually worked. It was agreed to produce a strategic planning framework for the November Board meeting.

[ACTION: VICE-CHANCELLOR]

Lady Lloyd said that it would be helpful for Governors to know about University developments between meetings, and the Clerk undertook to review the provision of information to Governors.

[ACTION: CLERK]

Arising from the Vice-Chancellor's update on cyber security, there was some discussion about physical security, where some governors felt there might be some vulnerabilities that should be considered, although the point was made that part of being a university was keeping an open, relaxed environment. It was agreed that Mr Latham should consider this issue, with appropriate consultation with staff and students, and report back to Governors in November.

[ACTION: MR LATHAM]

Finally, the Vice-Chancellor confirmed that further fire checks had been carried out and that the University had assured itself that it was not at any specific risk in the context of the recent issues around building cladding highlighted by the recent Grenfell Tower fire.

[Professor Davies and Dr Schaaf joined the meeting]

16/70 RECRUITMENT UPDATE

The Clerk updated Governors on provisional recruitment figures. He highlighted a drop of around 5 per cent in UK undergraduate confirmations, which made up around 75 per cent of total enrolments, and a likely drop in International (including EU) recruitment. However, recruitment to Initial Teacher Training courses had increased, as had UK Masters recruitment. He promised more information at the next Board meeting in November, by which time all students would have registered.

Professor Sammells said that the University was recalibrating its marketing efforts in the light of the current recruitment round, and there would be a greater focus on recruitment of UK students in future. Mr Latham feared that the University would suffer some financial loss, but some allowance had already been made for that in budgets for 2017-18.

Ms Doern thanks professional services for their hard work in recruitment, and the Board asked that their thanks were recorded in the minutes of the meeting.

16/71 STUDENT RETENTION: WITHDRAWALS AND EXCLUSIONS 2013-14 TO 2015-16 (Paper G960)

Professor Davies presented his paper and offered updated figures for 2016-17, which were not available when the paper was written and which showed a decline in the withdrawal rate. Professor Sammells said that the University was focusing on retention and he believed it was doing very well.

The paper was noted.

16/72 NATIONAL STUDENT SURVEY 2017: RESULTS AND ACTIONS (Paper G961)

Dr Schaaf described the work of the NSS task force, which she said was focusing particularly on student voice and on organisation and management.

In discussion, governors asked whether there was a focus on particular subject areas and whether enough attention was being paid to the student voice. It was also important to monitor staff morale, and to ensure that the University had the most appropriate arrangements for communicating with students. Given that the most recent NSS results revealed the attitudes of then third year students who had subsequently left the University, Governors asked what work was ongoing with current students. Support for students with mental health issues was also mentioned.

In response to these points, Dr Schaaf described how the University gathered information about students, but said that there were still some problems within individual cohorts. She hoped that raising the number of contact hours in 2018, with the introduction of the new Undergraduate Framework, would achieve a positive response amongst students. Work with first year students now would show results in three years' time.

The Vice-Chancellor felt that it was right to focus on the 'soft' elements. Key was the relationship between staff and students, a relationship which must be owned by the University, but it was also important that students took ownership of their own role in making Bath Spa a successful institution. This necessitated a strong and effective working relationship based on mutual trust and respect. It was vital that staff maintained their focus in this area. Professor Sammells agreed that this constituted a whole institution challenge. He felt that there had been too much change, too fast.

In response to individual queries, the Clerk undertook to distribute a report on Student Support work out of committee and to circulate dates of open days to governors.

[ACTION: CLERK]

The paper was noted.

[Professor Davies and Dr Schaaf left the meeting]

[Ms Stone joined the meeting]

16/73 STAFF ENGAGEMENT SURVEY JUNE 2017 (Paper G962)

While highlighting some positive aspects of the survey, Ms Stone said that the most worrying responses had been about high reported levels of bullying and weaker engagement. The University intended to concentrate on defining bullying behaviours; the visibility of senior management teams; and the setting up of a line managers' support forum. The meeting discussed the response regarding bullying and felt that this was something that the University

should not take lightly. Professor Foskett agreed and said he had been impressed by the response from senior managers. He felt it was positive that staff felt able to express these views, because it enabled remedial action. It was agreed that the work of the staff harassment network should be reviewed.

[ACTION: DIRECTOR OF HUMAN RESOURCES]

The Paper was noted.

16/74 STAFF EQUALITY & DIVERSITY REPORT (Paper G963)

Ms Stone briefly presented the report and promoted the forthcoming Equality Week. Governors asked for the equality monitoring form to be re-circulated.

[ACTION: CLERK]

Professor Foskett said that diversity and equality was a key issue for governors and suggested the subject should be picked up in any governance review.

The recommendation in para 1.2 of the report were approved.

[Ms Fisk and Ms Stone left the meeting]

[Mr Armstrong-Haworth, Ms Love, Ms Wakefield and Mr Williams joined the meeting]

16/75 COMMUNICATING EXTERNALLY

Mr Armstrong-Haworth, Ms Love, Ms Wakefield and Mr Williams gave a presentation (appended to these minutes) which stimulated discussion amongst governors about various aspects of the University's communication strategy and practice. Professor Foskett felt that the role of the Vice-Chancellor was critical as they were likely to be the public face of the University, but other senior staff should play their part, and governors also had an important role to play through their own networks and connections.

It was agreed that the University Executive should take forward work in this area, working as collaboratively as possible in developing a coherent approach to communication. The Chair thanked the presenters for their contribution.

[Mr Armstrong-Haworth, Ms Love, Ms Wakefield and Mr Williams left the meeting]

[Mr Jordan joined the meeting]

16/76 INNOVATION TOWN – CONCEPT APPRAISAL (Paper G964)

Mr Latham said that the concept represented another campus at least as big as the Newton Park site, adjacent to it. He said that the present proposal involved no commitment other than some financial outlay, but it was important to act quickly to enable the project to move forward for consideration, bearing in mind the local and regional spatial planning timetables.

The Chair told the meeting that Mr Francis had sent an indication of his support for the proposal, and focused on the financial and moral commitment, as well as the demands that the project that might place on the University. Governors agreed that it was a very exciting concept, but some were hesitant about committing £300k at this stage. Speaking in support of the proposal, Mr Osborne reminded governors that the Newton Park lease was due for renewal in around 30 years' time and said that the proposal would be of huge benefit to the

City of Bath and would therefore be welcomed by many. He felt it was a case of 'now or (almost) never'.

In response to governors' comments, Mr Latham said that the £300k was affordable through careful financial management. Mr Jordan said that some planned estates projects might be affected, but this also could be managed.

It was agreed that Mr Latham should have executive control of the budget for the project, which he was asked to manage on a tight and progressive basis; he would provide an update in October and a progress report at the November Board meeting.

[ACTION: MR LATHAM]

The proposals in the paper were agreed, namely that the Board should:

- Consider and discuss progress to date and decide whether to continue; and if so:
- Agree that a representation should be made, to the emerging Local Plan and regional Joint Spatial Plan consultation in autumn 2017, for green belt release. This would mean the concept would enter the public domain for which Duchy of Cornwall consent is required.
- Agree to the commitment of up to £300,000 over the next 12 months to progress matters further and fully assess feasibility.

[Mr Jordan left the meeting]

16/77 POLICIES FOR APPROVAL (Paper G967)

It was agreed that any comments on the three policies – the Anti Bribery & Corruption Policy; the Gifts & Hospitality Policy; and the Ethical Fundraising Policy & Donors' Charter - listed for approval should be sent to the Clerk by Friday 29th September 2017

[ACTION: CLERK]

16/78 ANNUAL REPORT OF THE REMUNERATION COMMITTEE (Paper G966)

Mr Pester asked for his report to be taken as read and only added that it was important for the University to compare remunerations beyond the Higher Education sector, and to look at internal structures within HE.

The paper was noted and the recommendation to endorse the Committee's approach to remuneration was agreed.

16/79 UNIVERSITY RISK REGISTER (Paper G965)

Mr Latham drew attention to the University's principal risks and said it was important that the Board took ownership of these risks. Professor Foskett said that he would expect all Board papers to make explicit reference to the risk register and it was agreed that this would be the case in the future. It was also felt that the focus should be as much on individual risk as on process.

Governors asked for an update on Bath Spa Global (risk 17) which Mr Latham undertook to provide.

[ACTION: MR LATHAM]

Following further discussion it was agreed that the risk register should be considered again at the April 2018 meeting of the Board of Governors, the item being given appropriate prominence on the agenda. Professor Foskett was also asked to consider whether Academic Board business had due regard to the risk register in conducting its business.

[ACTION: VICE-CHANCELLOR]

The recommendation in paper G965 that the risk register should be approved was agreed.

16/80 ANY OTHER BUSINESS

Honorary Awards

The Clerk mentioned that he was reviewing the process for making honorary awards at the request of Academic Board, and would shortly be issuing a call to the University community for suggestions for such awards.

There being no further business, the meeting ended at 4.15 pm.

Christopher Ellicott
Clerk to the Board of Governors
September 2017

Signed as a record of confirmed minutes by:

Mr Terence Jagger
Chair

Date