

Board of Governors

Minutes of the ninety-fourth meeting of the Board of Governors, held on Thursday 2nd July 2015 at 5pm in Room MA213, City Campus, Wolverhampton.

Present:

Dr Simon Walford, Chair & Independent Governor
Ms Kathy Gee, Deputy Chair & Independent Governor
Professor Geoff Layer, Vice-Chancellor
Mr Jas Bains, Independent Governor
Ms Kim Carr, Independent Governor
Professor Martin Chambers, Independent Governor
Ms Paula Clark, Independent Governor
Ms Kate Copestake, Independent Governor
Dr Josh Johnson, Independent Governor
Mr Mike Priddy, Independent Governor
Mr Ben Reid, Independent Governor - from item 1526 onwards
Dr Aidan Byrne, Teaching Staff Representative Governor
Mr Yashiru Aboubakar, Co-opted Governor (Student)
Mr Adam Khan, Co-opted Governor (Student)
Dr John Pymm, Academic Board Nominee Governor
Gaby Steinke, Academic Board Nominee Governor

In attendance:

Dr Emma Wedge, University Secretary
Professor Ian Oakes, Deputy Vice-Chancellor Research and External Engagement
Ms Jackie Dunne, Deputy Vice Chancellor Access and Lifelong Learning
Dr Anthea Gregory, Deputy Vice-Chancellor Academic
Mr Andy Holding, Finance Director
Miss Gemma Towns, Head of Corporate Governance and Clerk to the Board
Ms Claire Shaw, Head of Alumni & Development – until end of item 1522
Mr David Bourne, Estates & Facilities Directorate
Ms Ann Gough, Chief Executive, Students' Union
Mr Henry Gun-Why, Director of Estates and Facilities

Apologies:

Ms Carole Burgher, Independent Governor
Professor Gill Nicholls, Co-opted Governor
Cllr Kuldip Singh Sahota, Co-opted Governor
Rev Eddie Wynn, Non-Teaching Staff Representative Governor

1518 Welcome, Apologies and Declaration of Interests

The Chair welcomed to the meeting Mr Aboubakar and Mr Khan from the Students' Union and Ms Gough, Chief Executive of the Students' Union. The Chair also welcomed Mr Bourne as an observer to the meeting; Mr Bourne would be the elected representative of non-teaching staff for 2015-2017.

Apologies had been received from Ms Carole Burgher, Professor Gill Nicholls and Cllr Sahota.

The members present did not have any interests to disclose.

1519 Minutes of the previous meeting

The minutes of the ninety-third meeting, held on 26th March 2015, were agreed as a true record.

There were no matters arising.

1520 Membership

(a) Mr Geoff Thompson

It was resolved that Mr Thompson be appointed to the Board of Governors as an Independent Governor for a three year term of office from 1st September 2015 to 31st August 2018.

(b) Dr Aidan Byrne

It was resolved that Dr Aidan Byrne be re-appointed as the elected representative of teaching staff as a whole for a two year term of office from 1st September 2015 to 31st August 2017.

(c) Mr David Bourne

It was resolved that Mr David Bourne be appointed as the elected representative of non-teaching staff as whole for a two year term of office from 1st September 2015 to 31st August 2017.

(d) Mr Yashir Aboubakar

It was resolved that Mr Yashir Aboubakar, the Students' Union President, be appointed as a Student Governor for a one year term of office from 2nd July 2015 to the end of his current term of office as President (30th June 2016).

(e) Mr Adam Khan

It was resolved that Mr Adam Khan be appointed as a Student Governor for a one year term of office from 2nd July 2015 to 30th June 2016.

(f) Mr Mike Priddy

It was resolved that Mr Mike Priddy be appointed as Chair of Audit Committee effective from 1st September 2015 to run concurrently with his term of office until 31st July 2016.

(g) Mr Jas Bains

It was resolved that Mr Jas Bains be appointed to membership of Audit Committee effective from 1st September 2015 to run concurrently with his term of office until 30th November 2017.

1521 Pro-Chancellors – Confidential Minute

[Confidential minute]

1522 Annual Fundraising Report

Ms Shaw presented the annual fundraising report. The report was received for information by the Board.

1523 Governance Effectiveness Review

(a) Governance Effectiveness Review 2015

The Chair outlined the conclusion of the Governance Effectiveness Review and highlighted the recommendations contained within the report.

It was resolved that the Governance Effectiveness Review 2015 be approved.

It was resolved that the Finance and General Purpose Committee be dissolved and Planning and Resources Committee be created with effect from 1st September 2015.

(b) Terms of Reference

It was resolved that the Terms of Reference for the following committees be approved with effect from 1st September 2015:

- i. Nominations Committee**
- ii. Remuneration Committee**
- iii. Joint Equality and Diversity Committee**
- iv. Governors Estates Sub-Committee**
- v. Planning and Resources Committee**
- vi. Audit Committee**

(c) Delegation Schedule

It was resolved that the delegation schedule be approved.

(d) Calendar of meetings for 2015/16

The Board received the calendar of meetings for the academic year 2015/16 for information.

1524 Academic Board

The minutes of the Academic Board meetings held on 11th May 2015 and 15th June 2015 were received.

It was resolved that the following new award titles be approved:

- Master of Adult Nursing (MAN)**
- Master of Mental Health Nursing (MMHN)**

- **Master in Nursing (MNurs)**
- **Master of Arts by Research (MA by Research)**
- **Master of Science by Research (MSc by Research)**

1525 QAA Action Plan

Dr Gregory provided the Board with an update on the action plan following the QAA review. The Board received the update for information.

1526 Research Policy 2015-20

Professor Oakes gave the Board an overview of the Research Policy. The paper was received for information.

1527 Annual Report from the Conduct and Appeals Unit

The Board discussed the contents of the report and were informed of the actions in place to address some of the trends identified in the report particularly around international students and plagiarism.

The Board received the annual report for information.

1528 Minutes of the sub-committee meetings

(a) Nominations Committee, 7th May 2015: It was resolved that the minutes be approved.

(b) Finance and General Purpose Committee, 7th May 2015:

The Board discussed the Committee's approval of the staffing impact of the HEFCE grant letter and the funding settlements. Dr Byrne asked if the Professorial Capacity Review should have been discussed at an earlier stage at a full governing body meeting. Professor Layer gave a brief overview of the reasons for the Professorial Capacity Review and explained it was not about reducing investment in academic staff or a change in the priority given to research. Mr Reid, as a member of Finance and General Purpose Committee, confirmed that the Committee had considered the matter in detail and had approved the review. It was discussed if the matter should have been brought to the attention of the Board at an earlier stage but Finance and General Purpose Committee had acted within their remit and the Board had been notified of the decision prior to the public announcement of the review.

It was resolved that the minutes be approved.

It was resolved that the recommendation from Finance and General Purpose Committee on the interpretation of the Articles of Government for the authority to dismiss for matters other than conduct, be approved.

(c) Finance and General Purpose Committee, 11th June 2015: It was resolved that the minutes be approved.

(d) Joint Equality and Diversity Committee, 21st May 2015: It was resolved that the minutes be approved.

(e) Audit Committee, 17th June 2015: It was resolved that the minutes be approved.

It was resolved that the Public Interest Disclosure Policy be approved.

(f) Wholly Owned Companies meeting, 11th June 2015: It was resolved that the minutes be approved.

(g) UoW Science Park Ltd meeting, 11th June 2015: It was resolved that the minutes be approved.

1529 Sealing Register

The Board confirmed the affixing of the Common Seal of the Corporation to the documents set out against item 400 of the Sealing Record.

1530 Chair's Action

The Board noted the Chair's action taken on 10th June 2015 (register number 12).

1531 Students' Union – Quinquennial Review

Ms Gough informed the Board that the Students' Union would be undertaking their review over the next twelve months. Ms Gough confirmed that the review would be presented to the Board during the 2015/16 academic year (**action: Ms A Gough**).

1532 League Tables – Confidential Minute

[Confidential minute]

1533 Vice-Chancellor's Report

The Board received the report for information. The Board requested information on the region's socio-economic statistics as the university recruits a majority of students from the Black Country. Professor Layer agreed for a report to be provided from the Dean of Students (**action: Mr Jon Elsmore**).

[Confidential Minute]

The report was received for information.

1534 Counter-Terrorism and Security Act 2015

The Board received the updating report for information.

1535 Buildings Names

It was resolved that the following building names be approved:

- (a) MA Building, City Campus: Re-named as “The Wulfruna Building”**
- (b) MK Building, City Campus: Re-named as “The George Wallis Building”**
- (c) SC Building, Telford Campus: Re-named as “The Darby Building” incorporating “The Abraham Darby Wing” and “The Sarah Darby Wing”.**

1536 HEFCE Annual Assessment of Institutional Risk

The Board received the letter for information.

1537 Our Vision, Your Opportunity

The Board received a paper outlining the committed investment under the investment programme and the investment opportunities where decisions were pending. It was noted the 2015/16 intake of Graduate Training Assistants would be included in the programme.

The Board received the report for information.

1538 Springfield Campus Update

It was resolved that the following be approved:

- (a) The appointment of a multi-disciplinary team to progress pre-procurement due diligence, and design development;**
- (b) The adoption of the governance and programme operating structure at Appendix B and;**
- (c) The commitment of up to £668k to resource (a) and (b) above subject to a delegated stop/go review by the Project Board reporting to the Governors Estates Sub-Committee in September 2015 following the outcome of the HEFCE bid (with an estimated risk exposure of £150k to £200k by that point).**

1539 Students' Union Matters

Ms Gough presented the report on behalf of the Officer Team 2014/15. The Board asked if the revised Student Charter could be presented to the Board of Governors. It was emphasised that the Student Charter was a partnership document. The Charter would be received by the Board in due course (**action: Dr E Wedge**).

The Chair expressed his thanks to the Officer Team 2014/15.

It was resolved that the changes to Bye-Law 3 of the Students' Union be approved.

1540 Key Performance Indicators

It was resolved that the following Key Performance Indicators be approved:

- (a) KPI 1: Status 3
- (b) KPI 2:1: Status 2
- (c) KPI 6: Status 2
- (d) KPI 7: Status 2
- (e) KPI 9:1: Status 1
- (f) KPI 9:2: Status 1
- (g) KPI 10:1: Status 3
- (h) KPI 10:2: Status 1
- (i) KPI 11: Status 2
- (j) KPI 12: Status 1

1541 Financial Matters

(a) Quarter 3 forecast outturn 2014/15 & 2015/16 budget report and cashflow

The Quarter 3 forecast outturn and cashflow were received for information.

It was resolved that the 2015/16 budget be approved.

(b) Five Year Forecast and ASSUR KPI

The Five Year Forecast and ASSUR KPI were received for information.

1542 Any Other Business

The Chair noted it was the final meeting for Ms Copestake, Cllr Sahota and Dr Johnson whose terms of office were coming to an end. The Chair thanked each for their hard work and contribution to the Board over the last nine years.

The Chair also thanked Rev. Wynn and Ms Steinke whose terms of office were coming to a close. The Chair wished Rev Wynn the best of luck in his new role.

The Chair also thanked Mr Gun-Why who would be retiring from the University for his contribution to the University over the years.

Meeting closed: 7:50pm

Next meeting: Governors Away Day, 23rd October 2015