

Board of Governors

Minutes of the ninety-third meeting of the Board of Governors, held on Thursday 26th March 2015 at 5pm in Room MA224, City Campus, Wolverhampton.

Present:

Dr Simon Walford, Chair
Ms Kathy Gee, Deputy Chair
Professor Geoff Layer, Vice-Chancellor
Mr Jas Bains, Independent Governor
Ms Kim Carr, Independent Governor
Professor Martin Chambers, Independent Governor – from item 1508 onwards
Ms Paula Clark, Independent Governor
Ms Kate Copestake, Independent Governor
Cllr Kuldip Singh Sahota, Co-opted Governor
Professor Gill Nicholls, Co-opted Governor
Rev Eddie Wynn, Non-Teaching Staff Representative Governor
Dr Aidan Byrne, Teaching Staff Representative Governor – until item 1509
Ms Zoe Harrison, Co-opted Governor (Student) – from item 1499 onwards
Ms Sukhbir Garcha, 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
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 Katharine Clough, Director of External Relations
Dr Chris Twine, Academic Registrar
Mr Matthew Green, Assistant Director IT Services Academic and Learning Support – item 1498 only
Mr Matt Flower, Consultant (Desktop Development Manager) – item 1498 only
Ms Gemma Witton, e-Learning Advisor – item 1498 only

Apologies:

Ms Carole Burgher, Independent Governor
Dr Josh Johnson, Independent Governor
Mr Mike Priddy, Independent Governor
Mr Ben Reid, Independent Governor

Administrator:

Miss Natalie Sumner-Cole, PA to the University Secretary

1498 Presentation on the Use of Technology in the Rosalind Franklin Building

Mr Green, Ms Witton and Mr Flower delivered a presentation on the use of technology in the Rosalind Franklin Building.

The Board thanked the team for a very interesting presentation.

1499 Welcome, Apologies and Declaration of Interests

The Chair welcomed to the meeting Ms Kim Carr, Independent Governor, Mr Jas Bains, Independent Governor, Dr Emma Wedge in her capacity as University Secretary, Miss Gemma Towns in her capacity as Head of Corporate Governance and Clerk to the Board, Ms Katharine Clough, Director of External Relations and Dr Chris Twine, Academic Registrar.

Apologies had been received from Ms Carole Burgher, Dr Josh Johnson, Mr Mike Priddy and Mr Ben Reid.

The following declarations of interest were made:

- (a) Ms Gee declared an interest in item 1501, as the Board was being asked to approve the recommendation for Ms Gee's re-appointment as an Independent Governor and Deputy Chair of the Board.
- (b) Ms Carr declared an interest in item 1508, as FBC Manby Bowdler LLP were holding the University's deposit for the Springfield Brewery Site, on behalf of their client.
- (c) Cllr Sahota declared an interest in item 1508, due to discussions with Telford and Wrekin Council regarding the University Centre Telford.
- (d) Dr Walford and Dr Pymm declared an interest in item 1511, as Dr Walford is Chair of the South Wolverhampton and Bilston Academy Board and Dr Pymm is Chair of the North East Wolverhampton Academy Board.

1500 Minutes of the previous meeting

The minutes of the ninety-second meeting, held on 20th November 2014, were agreed as a true record.

With regard to the outstanding action reference 1491, Professor Layer advised that update reports relating to the outcome of capital investment projects would be submitted to the Board when a post-investment appraisal had been undertaken.

1501 Membership

It was resolved that Ms Gee be re-appointed to the Board of Governors as an Independent Governor and Deputy Chair of the Board for a three year term of office from 26th March 2015 to 30th March 2018. It was also resolved that Ms Gee be re-appointed as Chair of Equality and Diversity Committee for the same term of office.

1502 Academic Board minutes

- (a) It was resolved that the minutes of the Academic Board meetings held on 2nd December 2014 and 9th March 2015 be approved.
- (b) The nominations for Honorary Awards were approved.
- (c) An Integrated Masters award title of MBIol (Masters in Biology) was approved.

1503 Minutes of sub-committee meetings

- (a) Nominations Committee, 15th January 2015: **It was resolved that the minutes be approved.**
- (b) Finance and General Purpose Committee, 15th January 2015: **It was resolved that the minutes be approved.**
- (c) Finance and General Purpose Committee, 5th March 2015: **It was resolved that the minutes of the meeting and the Organisational Change Policy and Redundancy Policy be approved.**
- (d) Remuneration Committee, 15th January 2015: **It was resolved that the minutes be approved.**
- (e) Remuneration Committee, 5th March 2015: **It was resolved that the minutes be approved. Following discussion, it was resolved that the Senior Staff and Senior Posts Reward and Recognition Policy and Procedure be approved.**
- (f) Wholly Owned Companies Meeting, 5th March 2015: **It was resolved that the minutes be approved.**
- (g) UoW Wolverhampton Science Park Ltd Board Meeting, 5th March 2015: **It was resolved that the minutes be approved.**
- (h) Joint Equality and Diversity Committee, 16th December 2014: **It was resolved that the minutes be approved.**

Ms Copestake requested that the minutes reflect the fact that the meeting of the Audit Committee that had been scheduled for February 2015 had been cancelled due to the limited level of business on the agenda for the meeting. Miss Towns assured the Board that the number of Audit Committee meetings that would be held during 2015/16 met the minimum number required in the Audit Committee model Terms of Reference from HEFCE.

1504 Chair's Actions

The Board noted the following Chair's actions:

- (a) 11th February 2015: Amendments to Bye-Law 1

1505 Sealing Register

The Board confirmed the affixing of the Common Seal of the Corporation to the documents set out against item 399 of the Sealing record.

1506 Action Requiring Board Approval

The Board was asked to authorise the opening of a bank account with the State Bank of India. Dr Wedge advised that, due to a change of banking legislation in India aimed at preventing corruption and fraud, the University was being asked to provide personal data for senior staff. The State Bank of India has a local branch in Wolverhampton which would allow the University to provide this information in a way that is easier and would allow for more accountability in general.

It was resolved that the opening of a bank account with the State Bank of India be approved.

1507 Outcome of the Research Excellence Framework (REF)

Professor Oakes provided an outline of the REF submission, the outcomes of which were received in December 2014. The Board was asked to note the continued improvement in the development of the University's research capability, in terms of numbers of staff submitted and the breadth, quality and volume of research. The REF funding allocation was still to be determined.

1508 Vice-Chancellor's Report

HEFCE Grant Letter

Professor Layer provided an update on the HEFCE Grant Letter which had now been received and which laid out the funding grant for the 2015/16 academic year. The teaching grant had been reduced to £4M from £6M, as a result of the course completion by old funding regime students. University research funding had been increased, although by a lower percentage than comparator institutions and protection of STEM subjects had been removed. Professor Layer added that the University's research strategy needed to be looked at in light of REF outcomes, new funding arrangements and in terms of the scale and focus of professorial posts.

Investing in 2020

Dr Wedge reported that there had been large-scale consultation with staff and students about the Investing in 2020 proposals, which would henceforth be identified as the 'Our Vision, Your Opportunity' investment fund, and the feedback had been positive, if somewhat risk-averse. Approval was sought for the Principles of Investment and impact areas so as to permit the development of the initial draft investment programme in advance of the July 2015 Board meeting. Dr Wedge reassured the Board that this was a risk-averse approach as there would be thorough analysis at each stage and investments would be considered on a case-by-case basis. Mr Holding provided an outline of the affordability analysis that had been done, advising that it was notional at this stage as there was no definite programme. There was a general positive discussion about the consultation channels that these proposals have been through. Ms Steinke added that the discussions at Academic Board had been supportive.

It was resolved that the Principles of Investment and impact areas be approved and approval was given for the development of the initial draft investment programme for the July 2015 Board meeting.

Springfield Brewery

Professor Layer advised that planning permission for the UTC had been submitted following approval from the Finance and General Purpose Committee on 5th March, due to a need to secure essential funding for the site.

UKVI

Dr Gregory gave an update on UKVI developments. New recruits to the posts of Compliance Officer and Academic Registrar had now started work and priority was being given to this area to ensure additional measures and remedial action would be in place.

[Confidential minute]

1509 Access Agreement and Tuition Fees 2016/17

Professor Layer advised it was proposed that the fees be set at the maximum level currently allowed due to the uncertainty caused by the impending General Election and approval was sought from the Board. The Board was also asked to endorse the direction of travel for the Access Agreement 2016/17, which was due to be submitted in April.

It was resolved that the proposed tuition fees for 2016/17 be approved and endorsement granted for the Access Agreement 2016/17 submission.

1510 Counter Terrorism and Security Act 2015

Dr Wedge provided an update on the Counter Terrorism and Security Act 2015 which received Royal Assent and was passed into law in February. The University was still awaiting the final version of the statutory guidance. Dr Wedge advised that universities would play an important role in terms of preventing extremism and the University was already undertaking a number of the recommended measures such as the setting up of a University Safeguarding Panel and the introduction of staff training in this area. Ms Harrison noted that the SU decided not to subscribe to the National Union of Students' 'No Platform Policy' in the interests of preserving freedom of speech for student speakers. The Chair concluded that the Board would require further updates as this issue progressed over the coming months.

1511 Black Country UTC (Engineering)

[Confidential minute]

1512 University Key Performance Indicators (KPIs) and ASSUR Report

Dr Wedge advised that KPIs 2:2 and 8a required approval and asked the Board to note the rescheduled delivery of status reports for KPIs 9:1 and 9:2.

(a) KPI 2:2: To extend the diversity of our staff profile across all equality categories.

Dr Wedge advised that a Task & Finish Group had been set up to look specifically at improving this KPI and a status of 3 was recommended. **It was resolved that KPI 2:2 be approved as status 3.**

(b) KPI 8a: To achieve above sector average for student good honours achievement at undergraduate level.

Dr Wedge advised that it was recommended that this KPI retain a status of 3. **It was resolved that KPI 8a be approved as status 3.**

A change to an annual reporting process for KPIs was being currently being discussed to more efficiently align with the University's annual planning process.

The Board noted the position of the ASSUR financial KPIs.

1513 Quarter 2 Outturn and Cashflow Report

Mr Holding reported that the Quarter 2 forecast projected a surplus of £12.3M compared to the budgeted figure of £4M and that the principal difference was due to the release of contingency funds. The tuition fee position was extremely close to the budgeted figure.

1514 Students' Union Matters

Ms Harrison presented the report and some of the key developments.

(a) QAA: The Chair asked for the SU perspective of the recent QAA visit and Ms Harrison advised that the student participants enjoyed the process and provided valuable feedback. Dr Gregory thanked the SU for their valuable input throughout.

(b) Elections: Ms Harrison advised that the decision had been taken in early March to cancel the 2015 Spring Elections with immediate effect as it was felt that the fair and democratic manner of the elections could not be guaranteed, due to claims of inappropriate behaviour on the part of some of the standing candidates. An internal investigation was ongoing and, following the implementation of any recommendations, it was expected that the Spring Elections would be re-opened and the relevant successors in post by July 2015. Dr Wedge added that, as Returning Officer for the elections, she had been kept fully informed by the SU and had worked with them to help prevent this happening again in the future.

1515 Governance Effectiveness Review

The Chair advised that the Board would be kept up-to-date with progress of the Review and that the final recommendations would be presented at the July 2015 meeting. He welcomed comments should any governors wish to contribute.

1516 CUC Higher Education Code of Governance 2014

Miss Towns advised that the Board was being asked to approve the adoption of the 2014 CUC Code for good practice and advised that the areas identified as "should" would be looked at as part of the Governance Effectiveness Review.

It was resolved that the CUC Higher Education Code of Governance 2014 be adopted.

1517 Any Other Business

The Chair advised that governors would soon be receiving invitations to participate in the September 2015 graduation ceremonies and to the Chancellor's Graduation Dinner on 25th September 2015.

Meeting closed: 7:40pm

The next meeting will be held on Thursday 2nd July 2015 at 5pm in MA224.