

Board of Governors

Minutes of the ninety-seventh meeting of the Board of Governors, held on Wednesday 16th March 2016 at 5pm in Room MU505, Lord Swraj Paul Building, City Campus Molineux.

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
Mr Anthony Collins, Independent Governor
Mr Ninder Johal, Independent Governor (from item 1569)
Mr Mike Priddy, Independent Governor
Mr Geoff Thompson, Independent Governor (until item 1578)
Mr David Bourne, Non-Teaching Staff Representative Governor (until end of item 1580)
Dr Aidan Byrne, Teaching Staff Representative Governor (until end of item 1580)
Mr Yashiru Aboubakar, Co-opted Governor (Student) (until end of item 1580)
Ms Gaby Steinke, Academic Board Nominee Governor (until end of item 1580)

In attendance:

Dr Emma Wedge, University Secretary
Ms Ann Gough, Chief Executive, Students' Union (until end of item 1571)
Dr Anthea Gregory, Deputy Vice-Chancellor Academic
Mr Andy Holding, Finance Director
Professor Ian Oakes, Deputy Vice-Chancellor Research and External Engagement
Miss Gemma Towns, Head of Corporate Governance and Clerk to the Board
Mrs Katharine Clough, Director of External Relations
Miss Habiba Amjad, Academic Vice President Students' Union (until end of item 1580)
Ms Natalia Hill, PA to the University Secretary (minute-taker)

Apologies:

Mr Ben Reid, Independent Governor
Professor Gill Nicholls, Co-opted Governor
Dr John Pymm, Academic Board Nominee Governor

1566 Welcome, Apologies and Declaration of Interests

The Chair welcomed Miss Amjad to the meeting as an observer and congratulated her on being elected as the Students' Union President from July 2016. The chair also welcomed Mrs Clough, Director of External Relations.

Apologies had been received from Mr Ben Reid, Professor Gill Nicholls and Dr John

Pymm.

Mr Bains declared an interest in item 1573, Springfield Business Case. His interest was noted by the Chair.

1567 Minutes of the Previous Meetings and Matters Arising

The minutes of the ninety-sixth meeting, held on 25th November 2015 were agreed as a true record.

There were no matters arising.

1568 Re-appointment of Mr Ben Reid

It was resolved that Mr Ben Reid be re-appointed as an Independent Governor & Chair of Remuneration Committee for a second term of office, effective until 31st March 2019.

1569 Safeguarding (PREVENT)

Dr Wedge/University Secretary outlined the University's approach to safeguarding and meeting the requirements of the Prevent Duty. Information was given to the Board on the University's safeguarding policy and how this is dealt with at a management level. The Board's responsibilities under Prevent were outlined and Board members were advised that Governor training would take place at the Away Day in Autumn 2016. The procedure for reporting to HEFCE was explained and the monitoring form and action plan were presented. The Board queried actions that should have been completed in February 2016. Dr Wedge assured the Board that it was due to the risk assessment originally scheduled in February being pushed back to March, and that the other actions were to be completed after the assessment. Dr Wedge outlined how incidents would be reported, how information would be forwarded to Governors and how due diligence could be demonstrated. Dr Wedge explained that some concerns raised under safeguarding are referred to external agencies and anything that impacts the University's guidance will be reported to HEFCE. The University's policies and procedures must be reviewed annually as part of the HEFCE guidance and this would be reported to the Board. **(Action: Dr Emma Wedge)**

The Students' Union were supportive of the approach taken by the University to date.

The Report was received by the Board.

1570 Policies for Approval

(a) Bye Law 4

Dr Wedge presented the amended Bye Law 4 to the Board and explained that the Competition and Markets Authority will be auditing Higher Education Institutes to ensure compliance with regulations that protect the consumer rights of students. The change sees the move of much of the detail from the existing Bye Law 4 to a revised set of terms and conditions. The Board was assured that the change will not affect students who enrolled prior to September 2016.

It was resolved that the change to Bye Law 4 be approved.

(b) Corporate Fundraising Policy

Dr Wedge presented the revised policy. The Board queried the mid band value and suggested it be brought into line with the HEFCE notification trigger point. This will be considered as part of the next review of the policy.

It was resolved that the Corporate Fundraising Policy be approved.

(c) Dignity at Work and Study Policy

Professor Layer presented the paper to the Board. The Board queried where the policy would be published and was informed that it would be on staff and student facing sites. The Board discussed how respondents would be protected during the investigation process. Professor Layer advised that such support would vary on a case by case basis. The Students' Union queried the right for students to have representation for all types of incidents.

It was resolved that the Dignity at Work and Study Policy be approved.

1571 Students' Union

(a) Students' Union Report

Mr Aboubakar presented the report from the Students' Union. In addition to the report, Mr Aboubakar informed the Board that Course Representatives had all received training. It was highlighted that 869 cases had been heard through the advice service, representing a decrease of 27%. This was being attributed to the preventative programme being run by the Students' Union which was now in its second year. The Board questioned the attendance monitoring campaign and Mr Aboubakar explained that the student body supported this as it aids health and well-being could assist with raising BME attainment. Dr Gregory confirmed that this was a welcome campaign and this may be possible in phase two of the Digital Campus. Mr Aboubakar thanked the Board and expressed his gratitude to have a University that listens to students.

(b) Students' Union Partnership Agreement

Mr Aboubakar presented the Students' Union Partnership Agreement to the Board for information, informing the Board that it had already been approved by Students' Union Trustee Board. The University Secretary will work with the Students' Union to put any

additional measures in place and will review the agreement annually. **(Action: Dr Emma Wedge)**

(c) Students' Union Bye-Law Changes

It was resolved that the changes to the Students' Union Bye-Laws be approved.

1572 Vice-Chancellor's Update

(a) Vice-Chancellor's Report

Professor Layer updated the Board on a number of issues. The University has submitted six ECF and ERDF bids. To date three of these have been approved, totaling just under £5 million. The other three are still pending. Professor Layer was pleased to report that the period of judicial review for the access road on the Walsall Campus had closed. The Board discussed in detail the HEFCE Grant Letter and Professor Layer advised that the University would be providing £1 million for students starting their courses in September 2016 who applied to attend University prior to Government announcements to remove the Maintenance Grant. This money would be in the form of travel vouchers or other similar schemes.

(b) Student Recruitment Update

Dr Gregory was pleased to report a growth in the student numbers. There was a discussion regarding the risk to student numbers in the event of the UK exiting the EU. Dr Gregory advised that the University may lose all Erasmus students. This would also reduce experiences for UK based students to participate in such programmes. There would also be a loss of opportunity to recruit from EU countries.

(c) Strategic Plan Update

Dr Wedge informed the Board that the draft strategic plan would be issued to all staff for consultation in the following week and that any feedback from Governors would be welcomed.

(d) Access Agreement 2017/18 and tuition fees

It was resolved that both the proposed tuition fees for 2017/18 and the approach taken in the development of the Access Agreement be approved.

(e) Area Based Review/FE College Update

Professor Layer presented the Board with an update.

The Board received the report.

1573 Springfield Business Case

[Confidential minute]

1574 Quarter 2 Outturn and Cashflow Report

Mr Holding presented the report to the Board for their approval, highlighting the increase in surplus. The Board received the report.

1575 Risk Appetite Statement

Mr Priddy presented the Board with a draft Risk Appetite Statement for comment, clarifying the table is a finishing point rather than a starting point. Projects may be risky but then mitigated to an acceptable level. The Board queried how often the statement would be revisited. Mr Priddy explained it would be reassessed after a cycle of project developments.

The Board noted the statement would be developed further and returned to the June meeting. **(Action: Dr Emma Wedge)**

1576 Academic Board Minutes

(a) Academic Board Minutes 25th January 2016

The minutes were taken as read.

(b) Academic Board Minutes 15th February 2016

The minutes were taken as read.

(c) Academic Board Minutes 7th March 2016

The minutes were taken as read.

(d) Annual Conduct and Appeals Report

The paper was noted by the Board. The report was passed to the Equality and Diversity Committee for consideration of Equality and Diversity issues.

(e) Bye Law 5 Revision

It was resolved that the amendment of Bye Law 5 be approved.

(f) Honorary Award Nominees 2016

It was resolved that the list of Honorary Award Nominees 2016 be approved.

1577 Sub-Committee Minutes

(a) Equality and Diversity Committee 8th December 2015

The minutes were taken as read.

(b) Nominations Committee 14th January 2016

The minutes were taken as read.

(c) Report from Remuneration Committee 14th January 2016

The minutes were taken as read

It was resolved that the Senior Posts and Post Holders Pension Policy and Guidance be approved.

(d) Planning and Resources Committee 14th January 2016

The minutes were taken as read.

(e) Governors' Estates Sub-Committee 26th January 2016

The minutes were taken as read.

(f) UoW Subsidiary Companies Board Meetings 25th February 2016

The minutes were taken as read.

(g) UoW Science Park Board Meeting 25th February 2016

The minutes were taken as read.

(h) Planning and Resources Committee 3rd March 2016

The minutes were taken as read.

(i) Audit Committee 15th March 2016

Mr Priddy provided the Board with a verbal update as the meeting had only been held the previous day. The Chair thanked Mr Priddy for the update.

1578 Governance Matters

(a) Board Resolution made on 27th January 2016

The Board formally noted the resolutions they made on 27th January 2016

(b) Chair's actions

The Chair's actions taken on 14th January 2016 and 27th January 2016 were received for information.

(c) Sealing Register

The Board confirmed the affixing of the common seal of the corporation to numbers set out against items 403-407 inclusive of the sealing record.

(d) Calendar of Meetings for 2016/17

It was resolved that the dates for 2016/17 meetings be approved.

Dates will be sent to all Governors highlighting the meetings applicable to each Governor **(Action: Gemma Towns)**.

1579 Any Other Business

Governors were notified that the Chair will conduct annual 1:1's with Governors. Clerk to the Board to arrange these **(Action: Gemma Towns)**.

The Board was advised that Autumn Graduations take place between Saturday 17th September 2016 and Friday 23rd September. Independent Governors will be contacted by the Clerk of the Board to chair ceremonies **(Action: Gemma Towns)**.

The Board was informed that the Chancellor's Dinner would be held on Friday 23rd September 2016.

The Chair thanked Mr Aboubakar for his contribution to the Board over his term in office.

1580 Gift Approval

[Confidential minute]

Staff and Student Governors left the meeting.

1581 HR Matters – closed to external Governors only

[Confidential minute]

1582 Confidential Item – closed to external Governors only

[Confidential minute]

Meeting closed: 7:55pm

Next meeting: Wednesday 8th June 2016