

BOARD OF GOVERNORS

Minutes of the meeting of the Board of Governors held on Tuesday 24 September 2024.

Present: Richard Bacon (Chair), Jenny Body, Rob Camm, Carolyn Donoghue, Professor Georgie Gough, Professor Dame Julie Lydon, Grant Mansfield (until G24.09.9.2), Kolawole Samuel Olure, Jamie Paddon, Tim Simmonds, Dave Tansley, Professor Sir Steve West, Andrea Young.

Apologies: Laura Claydon, Domini Harewood, Ian MacKenzie, Margaret Simmons-Bird, William Liew, Chief Financial Officer, Jo Midgley, DVC and Registrar.

In Attendance: Dr Jodie Anstee, Clerk, Professor Amanda Coffey, DVC and Provost, Katherine Davies, UTP Programme Director (for G24.09.8), Rachael Fleetwood, Finance Director, Jessica Wrigley, Governance Officer, Christine Gledhill, Deputy Clerk (minutes).

G24.09.1 MEMBERSHIP AND APOLOGIES

G24.09.1.1 Apologies received were noted as set out above.

Confirmation of Chair and Deputy Chair of the Board of Governors

G24.09.1.2 Members confirmed Richard Bacon as Chair of the Board of Governors.

G24.09.1.3 Members confirmed Jenny Body as Deputy Chair of the Board of Governors.

G24.09.1.4 The Chair welcomed to the meeting Rachael Fleetwood, Finance Director who was attending on behalf of the Chief Financial Officer, William Liew.

G24.09.2 DECLARATIONS OF INTERESTS

Members were invited to declare any agenda items for which they may be conflicted.

No declarations were received.

G24.09.3 MATTERS RAISED BY LAY GOVERNORS

G24.09.3.1 The Chair invited Board Members to raise any matters of concern or strategic interest for the University and the Board from their external engagements, or details of any recent University events or other visits.

G24.09.3.2 Professor Elena Marco, Academic Board Nominee shared that she had attended Cultural Capital in Helsinki.

G24.09.3.2 Grant Mansfield, Independent Member informed Members that he and the Chair of the Board, Richard Bacon had visited the Bower Ashton Campus. Members noted the excellent and award-winning work being done by students within the Creative programmes; noting in particular the BAFTA winning documentary recently shared with Members.

G24.09.4 TERMS OF REFERENCE

Paper G24/09/01 was received

- G24.09.4.1 Members noted the Board's Assurance Framework and the details of how their terms of reference were fulfilled. The report also highlighted areas of priority business for the Committee for the year and the Chair invited Members to advise of any further priorities. No further areas of priority were given.
- G24.09.4.2 Members also noted the table provided for assurance, which outlined the policies pertaining to the Board and their current status.
- G24.09.4.3 Members **approved** the Board of Governors Terms of Reference 2024-2025.

G24.09.5 MINUTES AND MATTERS ARISING

Paper G24/09/02 was received

- G24.09.5.1 Members **approved** the minutes of the meeting held on 9 July 2024.

Matters Arising

- G24.09.5.2 Members referred to the table of actions at the foot of the agenda and noted that the two actions listed were due to be considered under agenda item 7.

G24.09.6 COMMITTEE ASSURANCE REPORT

Paper G24/09/03 was received

- G24.09.6.1 Richard Bacon, Chair of the Nominations and Governance Committee informed Members that at its meeting on 3 September 2024 the Committee had approved the new Board Recruitment, Membership and Terms of Office Policy.
- G24.09.6.2 Members noted that the Committee had also discussed Governor recruitment and a recruitment campaign proposal and draft advert would be developed for the next meeting of the Committee in October.
- G24.09.6.3 Members also noted that the Committee had discussed the key highlights of the then draft report of the Governance Effectiveness Review, which had been received from Halpin a few days previously. Dr Jodie Anstee, Clerk to the Board of Governors confirmed that the report had now been finalised and would be shared with the Committee at its next meeting.
- G24.09.6.4 Terms of Reference
Members noted that the Committee had considered the terms of reference for the Board and its Committees. Subject to minor amendments made by the Committee, on its recommendation Members **approved** the following terms of reference:
- Finance, Estates and IT Committee.
 - People, Culture, Quality and Standards Committee.
 - Nominations and Governance Committee.
 - Audit, Risk and Assurance Committee.
 - Remuneration Committee.
 - Emergency Committee.
 - Clerk's Business Planning.

STRATEGIC ITEMS FOR DISCUSSION

G24.09.7 VICE-CHANCELLOR'S REPORT

Paper G24/09/04 was received

- G24.09.7.1 Members noted the content of the report and received an update from the Vice-Chancellor. Members noted the following in particular:
- G24.09.7.2 to *Student Recruitment*
G24.09.7.7 This item is recorded as a confidential minute.
- G24.09.7.8 *Higher Education Policy*
Members noted that there had been no real clarity given yet around the policy direction for the sector since the new Labour Government came into power in July, and any movement financially in relation to the Autumn Budget was not anticipated.
- G24.09.7.9 *UUK Contingency Planning*
The Vice Chancellor was supporting the UUK as part of its working group, as it worked through the role it would play in the event of institutional failure.

G24.09.8 STRATEGY IMPLEMENTATION, PERFORMANCE AND RISK

Paper G24/09/05 was received

Katherine Davies, University Transformation Programme Director joined the meeting.

KPI Review and Recommended Adjustment to Targets

- G24.09.8.1 *Awarding Gap: Black-White*
Members were informed of the University's recognition that performance against this KPI (0%) needed to be evaluated realistically in the context of the sector. Members noted that whilst there was a commitment and drive for there to be no awarding gap at UWE Bristol, it was recommended that a <10% target be explored to provide a meaningful stretch target to drive ownership and accountability at institutional and local levels. There was still an ambition to exceed this new target.
- G24.09.8.2 During discussions, the following was noted:
- i. Concern among Board Members that the recommended change appeared to be a stepping back from what the Board had originally agreed, and how this would be perceived as the University launched its Anti-Racism Strategy.
 - ii. If the new target were approved, the University would be required to resubmit its Access and Participation Plan (APP). It was anticipated that the OfS would be open to discuss the change, as the University's ambition remained to be 'best in the sector'.
 - iii. The need to set a target that was both ambitious and achievable. <10% was still a stretch target.
 - iv. The need to recognise that KPIs were rather a crude measure in terms of capturing intent – in this case 'best in the sector' and that the recommended target was able to enable that, and indicate the University's intent to outperform the sector.
 - v. The new Anti-Racism Strategy would assist in getting to the root of this issue, providing a more detailed and realistic view of what the target should be, and pointing the University towards being the best in class in the sector.
 - vi. If approved, the need for a clear rationale for the decision; the original target was overambitious from the start which the Board was now correcting, whilst recognising that the progress that was planned for had not been achieved. The University now had an Anti-Racism Strategy that was addressing the root cause of the issue.

- vii. The need for the University to look with honesty at the sector position and best in class and where the University stood in comparison to that and within its peer group.

G24.09.8.3 Members **agreed** to defer its decision and that an analysis of sector data, identifying best in class be provided to the Board, and that this be linked with the University's Anti-Racism Strategy, which was indicating that there was an issue that needed to be addressed.

ACTION: Vice-Chancellor

G24.09.8.4 *Research Income*

Members were reminded that the £32m per annum 2030 target was based upon doubling the 2019/2020 income, and noted that this was not increasing at the required rate. Members noted that the University was performing well against post-92 comparator institutions where it was currently the third largest. The University's current bidding profile was good.

G24.09.8.5 During discussions Members also noted that given the current environment and competitive market, continuing the rate of research income growth would be a successful outcome and the recommendation that the target be adjusted to £25m.

G24.09.8.6 Members also noted the following:

- i. Recognition that the adjustment was a result in the changing place in which the University was operating.
- ii. The request from Members that at the point progress against the UTP was reviewed, the Board also review this Research ambition given the potential for spin-off opportunities, for example in medical sciences, etc.
- iii. The University was undertaking a piece of work in relation to research, innovation and enterprise, and this would be brought for the Board's consideration when completed.

ACTION: DVC and Provost

G24.09.8.7 Members **approved** the adjusted Research Income target of £25m.

G24.09.8.8 *Staff Diversity*

Members noted the following:

- i. The current target of 20% was set to reflect Bristol city's diversity (19%), providing a level of stretch, noting that the staff population and the communities served by the University were drawn from the wider region, and not all concentrated in the city.
- ii. The West of England Combined Authority (WECA) figure of 13.6%, reviewed in January 2023, was not felt to provide sufficient stretch, given the University's current diversity exceeded this.
- iii. Global Majority staff were predominantly in the lower graded positions (e.g. cleaning and catering), with a different profile existing in the higher grades. There was a need therefore to better understand the data profile and the areas in which there was limited diversity.
- iv. The fact that the University was entering a period of very limited staff recruitment, overall contraction in staff numbers and different business models being considered for certain areas of work.

G24.09.8.9 Members were asked to consider the most appropriate approach to this target.

G24.09.8.10 During discussions Members expressed the view that there was insufficient information on which to make a decision and commented that it would be helpful to have a proposal that was forward-looking and which articulated the considerable attributes of diversity in the workforce.

ACTION: Chief People Officer

Adjustments to 2024-26 Strategic Plan

G24.09.8.11 *Glenside Relocation*

Members noted that detailed projected costings of the project had been received from the contractors which had increased significantly, and the recommendation that the project be paused, given the University's current financial position.

G24.09.8.12 During discussions Members noted the following:

- i. The requirement for more continued investment in the Glenside campus.
- ii. The need to explore how best to use EP1 and EP2 to bring in new income streams.
- iii. The importance that the communications about pausing the project were heard and understood, given that this had been in discussion for some time. An explanation of the meaning of "pause" and confirmation that the University's commitment remained, were of particular importance.

G24.09.8.13 Members endorsed the view expressed that relocation was still the right thing to do but it was not possible currently to find an affordable solution.

G24.09.8.14 Members **approved** the recommendation that the project to relocate Glenside to Frenchay be paused. Members urged the University to remain open to other commercial opportunities.

G24.09.8.15 *University Transformation Programme (UTP)*

Members received an update from Katherine Davies, UTP Director and noted the following:

- i. Course costing details, as considered by the VCE the previous week.
- ii. A summary of the UTP structure, governance, roles and responsibilities.
- iii. The 'Discovery Phase', presented to the Board in July, was now built upon over the summer and, subject to the Board's approval the University would move to formal Section 188 consultation with regard to the Professional Services.
- iv. The consultation document was very high level and the assurance that this had been legally checked.
- v. The further strands of the UTP were in the process of being scoped and aligned to the priorities and reporting mechanisms of the 2024-26 Strategic Plan.
- vi. The Director would welcome the opportunity to work with some Board Members on the UTP activity.

ACTION: Clerk

- vii. The proposal to launch new Professional Services at the University, with 11 functional areas. This would involve aligning teams, dependent on capabilities, but there would be an impact on some roles. 78.4 FTE (97) were at risk of potential redundancy – the University hoped to ameliorate this through the Voluntary Severance Scheme which remained open, and the management of vacancies.
- viii. The Board's support to commence Section 188 was sought; a formal consultation period would start on 7 October and would last at least 45 days after which plans would be reviewed, alongside which an engagement plan would be in place for those affected.
- ix. This was anticipated to bring £10.6m savings, which was not dependent on digital investment.
- x. A reminder that the information in the document remained confidential.

- G24.09.8.16 Members asked the extent of the total scope of headcount affected and noted that this was 2042 staff, some of whom related to the realignment of management, some may be ringfenced and others may fall into the redeployment pool.
- G24.09.8.17 Members were reminded that there had been a series of Vice-Chancellor communications which had outlined the financial position and which had recently switched to conveying consultation timelines and notifying of VC Q&A sessions that were open to all staff.
- G24.09.8.18 Members commented that it would be helpful to understand the process for deploying the new services and the time-to-value to deliver that. Members noted that following consultation there would be a need to reflect on feedback, and as a result of that it may be decided to do some things differently.
- G24.09.8.19 Members enquired as to the likely response from the Trade Unions and noted that UCU would be least impacted, Unison Members would be affected and would seek to understand how the services would work. There would be minimal impact on Unite Members. Members acknowledged the potential challenges and sensitivities of discussions.
- G24.09.8.20 Members were reminded that the work undertaken by NousCubane had found that a lot of staff were doing transactional, repetitive work.
- G24.09.8.21 Members asked whether the end position would be fairly equal across the Professional Services and noted that this would be proportionate to the size of the service and that there would be less impact on student-facing services.
- G24.09.8.22 Members further noted that the Vice-Chancellor would be engaging with the Board via updates on a regular basis.
- G24.09.8.23 Members **approved** the proposal that Section the 188 consultation process be instigated.

STUDENT VOICE

G24.09.9 UPDATE FROM THE PRESIDENT OF THE STUDENTS' UNION

Paper G24/09/06 was received

- G24.09.9.1 The Chair thanked Kolawole Samuel Olure, UWESU President and Student Nominee for the comprehensive report and shared the Board's appreciation for his work in supporting the University's students.
- G24.09.9.2 Members noted the following:
 - i. The focus of the NUS on building relationships with the new government. The UWESU were due to meet with Claire Hazelgrove, MP for Filton and Bradley Stoke, on 11 October.

Grant Mansfield, Independent Member left the meeting.

 - ii. The NUS campaign to abolish guarantors.
 - iii. The 'Reimagining Student Representation' activity currently underway at the University.
- G24.09.9.4 Members welcomed the work being done around student representation and the excellent training being offered to ensure that the Student Voice was heard.

REPORTS

G24.09.10 CLERK'S REPORT

Paper G24/09/07 was received

G24.09.10.1 Members noted the content of the report. Dr Jodie Anstee, Clerk to the Board of Governors highlighted the following in particular:

G24.09.10.2 Annual Modern Slavery and Human Trafficking Statement 2023-2024

Members were reminded that the University's annual Modern Slavery and Human Trafficking Statement was considered for approval by the Board in September each year, for publication on the website and inclusion in the University's Annual Report. The progress made in the 2023/2024 academic year, changes to the risk environment and plans for 2024/2025 were noted by the Board.

Subject to the figures in the opening section being updated in line with the 2023-24 Annual Report, Members **approved** the annual statement for signature by the Vice-Chancellor and publication.

G24.09.10.3 Members referred to the current overall UWE Bristol Health and Safety risk score which remained at 12, and asked whether this was a good position. Members noted the confirmation that this was the case.

G24.09.11 ITEMS FOR WIDER COMMUNICATION

G24.09.11.1 Members wished to convey their pleasure at witnessing colleagues within the University community working together to welcome students to the community through induction, field trips and other events.

ACTION: Deputy Clerk

G24.09.11.2 Members noted that at the invitation of the President of the Students' Union extended to all Governors, the Chair would be attending the Freshers' Fair at Frenchay the following day.

*G24.09.12 COMMITTEE MINUTES – NOMINATIONS AND GOVERNANCE COMMITTEE, 3 SEPTEMBER 2024

*Paper *G24/09/08 was received*

*G24.09.13 RECURRENT FUNDING FOR 2022-2023 (PREVIOUSLY OFFICE FOR STUDENTS' GRANT LETTER)

*Paper *G24/09/09 was received and noted.*

*G24.09.14 CORPORATE SEAL

*Paper *G24/09/10 was received and noted.*

*G24.09.15 ACADEMIC BOARD MINUTES

*Paper *G24/09/11 was received and noted.*

DATES OF FUTURE MEETINGS

20 November 2024	13:00 – 18:00	Frenchay
18-19 March 2025	inc. Away Day	To be confirmed.
8 July 2025	13:00 – 18:00	Frenchay - starting with a joint strategic seminar with Academic Board

OUTSTANDING ACTIONS			
Meeting	Minute	Action	Lead
24 Sept 2024	G24.09.8.3	Analysis of Black-White awarding gap sector data, identifying best in class, and linked to the University Anti-Racism Strategy, be provided to the Board.	Vice-Chancellor
24 Sept 2024	G24.09.8.6	The work relating to research, innovation and enterprise to be brought for the Board's consideration when completed.	DVC and Provost
24 Sept 2024	G24.09.8.10	A proposal regarding the approach to the Staff Diversity target, articulating the attributes of workforce diversity, to be provided to the Board.	Chief People Officer
24 Sept 2024	G24.09.8.15	Board Members to be sought to support the UTP Director.	Clerk
24 Sept 2024	G24.09.11.1	Board Members' pleasure at witnessing the University community working together to welcome students through numerous activities, to be conveyed.	Deputy Clerk