

## Minutes of the meeting of the Board of Governors held on 14<sup>th</sup> May 2018

### 1. APOLOGIES AND ABSENCES

- 1.1 For a record of attendance and apologies, please see attached list.
- 1.2 The Chair welcomed Lucy Conn, President of the Students' Union Designate, and Harrison Jarrett, Vice President Designate, who were attending as observers to the Board prior to taking up their new posts in June 2018. The Board **resolved** to record their thanks to Jade Haley, outgoing President of the Students' Union, for her outstanding contribution as a member of the Board of Governors over the past two years.
- 1.3 The Chair welcomed Pippa Glover, Interim Clerk to the Board.

### 2. DECLARATIONS OF INTEREST

- 2.1 No declarations of interest were reported.

### 3. MINUTES AND MATTERS ARISING

- 3.1 The minutes of the meeting held on 12<sup>th</sup> March 2018 were **approved** as an accurate record (BG17/42).
- 3.2 **Policy on Gifts, Hospitality and Bribery Prevention**
- 3.2.1 It was reported that the Vice Chancellor's Advisory Group was due to consider a proposed revision to the Policy on Gifts, Hospitality and Bribery Prevention, in response to the concern raised by the Board, at its meeting of 12 March 2018, about the proposed requirement for the Board to approve all donations with a value over £100k (minute 10.5 refers). The amended Policy would be brought forward for approval at the meeting of the Board to be held on 9 July 2018.

**ACTION: HEAD OF INFORMATION ASSURANCE/ INTERIM CLERK TO THE BOARD**

### 4. CHAIR'S BUSINESS

- 4.1 The Board **received** a verbal report from the Chair.
- 4.2 **Institute of Science and the Environment Workshop**
- 4.2.1 The Board **resolved** to record their thanks to Elizabeth Davies-Ward, Acting Head of the Institute of Science and the Environment, Dr Derek McDougall, Deputy Head (and Board Member), and colleagues in the Institute, for the interesting and informative workshop that had been provided for governors in advance of the Board meeting. The Chair encouraged all Governors to make every effort to attend such training and development events.
- 4.3 **Report from the Committee of University Chairs (CUC) Spring Plenary**
- 4.3.1 The CUC had not yet published the proposed Code of Practice on Senior Pay, noting that the University had responded to the consultation on the draft. Discussions about senior pay at the Spring Plenary had centred on the issue of pay multiples, which would be impacted by whether an organisation outsourced ancillary services such as facilities management, and the constitution of Remuneration Committees, in particular the lack of definition about the proposed requirement in the Code for Remuneration Committees to be 'expert'.
- 4.3.2 Nicola Dandridge, Chief Executive of the OfS, had spoken at the Plenary and had outlined three priorities for the OfS, these being;
  - (i) value for money, which the OfS would look to incentivise;
  - (ii) senior pay, and more generally the gender pay gap;
  - (iii) the quality of management and governance in the sector, with the emphasis being on institutional culture and behaviours, rather than just metrics.The OfS would be focussed on outcomes, rather than inputs.

- 4.3.3 Other areas of discussion included:
- (i) concerns about mental health issues amongst students, which the Chair noted was a core area of focus for both Worcester Students' Union and the institution;
  - (ii) the potential for a 'perfect storm' of funding as a result of a decrease in student numbers and a cap on funding, coinciding with increased pay and pensions costs;
  - (iii) the role of universities in local infrastructure and community, noting that Worcester was well placed in this agenda.

4.3.4 Members would be notified when the CUC published the presentations from the Spring Plenary.

**ACTION: INTERIM CLERK TO THE BOARD**

#### 4.4 **Advance HE**

4.4.1 The Chair reported that Advance HE, which had been formed following the merger of the Equality Challenge Unit, the Higher Education Academy and the Leadership Foundation for Higher Education, appeared to be stepping into the gap of providing much-needed advocacy for Higher Education.

#### 4.5 **WonkHE**

4.5.1 Members were recommended to subscribe to the WonkHE Briefing, available online, which provided valuable sector-led insight into current sector related matters.

#### 4.6 **Recent Events**

4.6.1 The Chair reported on recent University events that he had attended.

#### 4.7 **University Byelaws**

4.7.1 The Constitutional Review Group had substantially completed its work overseeing the development of a number of University Bye-Laws, however given the recent issue of the OfS Regulatory Framework, and the anticipated publication of the new CUC Remuneration Code, consideration of the bye-laws by the Board had been deferred to the July meeting, to allow for any further amendments that might be required in response to the new regulatory environment.

4.7.1 The Clerk reported that there was a need to establish a Special Review Group, with revised membership, to oversee the development of the final byelaw (Bye-Law 10: Suspension, Discipline and Dismissal of Senior Executive Posts appointed by the Board), noting that the current review group should not oversee this work due to the conflict of interest for senior executive members. The Board **resolved** to approve the establishment of a Special Review Group, to be chaired by the Chair of the HR Committee, and supported by the Director of HR, with membership to be drawn from the independent membership of both the HR and Remunerations Committees.

**ACTION: DIRECTOR OF HR**

### 5. **VICE CHANCELLOR'S REPORT**

5.1 The Board **received** for information and discussion a report from the Vice Chancellor and Chief Executive (BG17/43).

5.2 The Vice Chancellor provided an update on matters arising from his previous report to the Board:

(i) **[NOT FOR PUBLICATION]**

(ii) Over 1000 people had attended the Going Global conference (minute 5.5 refers), and the University's session had been well-received. A visit to the Hong Kong Education University en route had resulted in a proposal, from what was arguably the best teacher training centre in Asia, to send students to a summer school at the University of Worcester and to establish cooperation.

#### 5.3 **Recent Institutional Successes**

5.3.1 The University of Worcester was the best university in the country in terms of gender pay gap, noting that the University stood out not only amongst universities, but also compared well with businesses throughout society as a whole.

5.3.2 A recent HEPI publication showed that the University was one of the best in the country in terms of reflecting society in its undergraduate admissions, ranking eighth in an analysis of 2016 POLAR (Participation of Local Areas) data. The University was also in the top ten nationally for longitudinal educational outcomes, which taken together evidenced the remarkable job done by the University in terms of providing equality of opportunity and transformative outcomes.

5.3.3 Early DLHE survey data indicated that the University's graduate employment had increased by 5.8%. There was some cause for optimism that progress was being made in seeking to have the early years profession recognised as graduate employment, noting that the current exclusion of this profession from the graduate employment definition impacted the University's graduate employment statistics.

- 5.3.4 Caroline Donley had been appointed as a Queen's Nurse, which was a significant achievement.
- 5.3.5 The Chief Constable of West Mercia Police had written a letter of appreciation to the Vice-Chancellor to commend the work of Lacey Drake and Lauren Shaw, two students who had developed what was described as an 'exceptionally professional' media presentation on policing in West Mercia over the past 20 years.

#### 5.4 **Student Death**

- 5.4.1 It was with great sadness that the Board learned of the death by suicide on 20 April 2018 of David Gent, a student of Primary and Outdoor Education. This was the first such incident at the University in 15 years, and had an understandably extensive impact on the University community which was in mourning.
- 5.4.2 The Vice Chancellor reported that staff and students had been commended for the support given to those who had been directly affected by the tragedy.
- 5.4.3 The Board **resolved** to record their sorrow on learning of David's death, and requested that the Vice Chancellor convey their sympathies to the family.

#### **ACTION: VICE CHANCELLOR AND CHIEF EXECUTIVE**

- 5.4.4 The Board further **resolved** to record their thanks to the staff who had responded to the incident and to all those who had provided support to the University community.
- 5.4.5 The Board also noted the University's work in the area of mental health generally and suicide prevention in particular. This was a very important area of work and the Board expressed strong support for its continuation and development. The Board noted that the University was playing a role in the field of suicide prevention at Universities nationally in association with Universities UK and the Department of Health.

#### 5.5 **Undergraduate recruitment**

- 5.5.1 The Board queried the possibility of two year graduate courses becoming more common-place. The Vice Chancellor and the President of the Students' Union had investigated this question, and had concluded that there was little potential for significant take-up of two-year degree courses, particularly from younger students. There was conversely a question about whether demand for four year degrees might increase, noting that the UK already produced the youngest graduates of the major world economies.
- 5.5.2 The Board noted that one university was offering bursaries to attract students onto PGCE courses. Despite a long history of incentives to recruit students onto PGCE courses, often aimed to increase trainees in particular subjects, evidence showed that it made little difference to attracting students. The University intended to respond to the down-turn in applications to PGCE Secondary courses through outreach work, noting that there was a need to counter the negative press about secondary teaching as a career.

#### 5.6 **Three Counties Medical School**

- 5.6.1 The Deputy Vice Chancellor **reported** that the University had submitted its application to the General Medical Council (GMC) on 17<sup>th</sup> April, and a further update would be provided to the July meeting of the Board, following a meeting with the GMC that was scheduled to take place in June. A Memorandum of Understanding had been signed with Swansea University, the University's contingent partner, and work on the curriculum would commence once a Memorandum of Agreement was in place.
- 5.6.2 The University was keen to integrate the Medical School into the University. There would be an emphasis on inter-professional education, taking a whole life-cycle approach that encompassed prevention (Sports and Exercise, Education), treatment (Nursing) and rehabilitation (Occupational and Physio-therapy). The NHS was gradually adopting a more integrated approach, and therefore the University's proposed approach would train medical students for the future.

#### 5.7 **Academic Restructure**

- 5.7.1 The Deputy Vice Chancellor **reported** that there had been extensive consultation with staff, students and the Trades Unions in relation to the proposed academic restructure.
- 5.7.2 The intention was to subdivide the Institute of Health into three Schools. Schools would be clustered into three colleges, to enhance interdisciplinarity, consistency of academic quality structures and processes, and to achieve administrative and delivery efficiencies through the reduction of committees and the release of academic staff time for teaching. The revised structure was intended to equip the University to respond to external challenges such as the Teaching, Research and Knowledge Excellence

Frameworks (TEK, REF and KEF). The academic restructure would be followed by a review of the professional infrastructure.

5.7.3 Staff had identified with the rationale for change, and had responded positively.

## 5.8 **Student Experience and Student Engagement**

5.8.1 The Pro Vice Chancellor (Students) **reported** that the University had risen four places in the Times Higher Education Student Experience Survey, a rise of 23 places over two years. The University had risen by 32 places in the 'What University' Student Choice Award.

5.8.2 The 2018 National Student Survey (NSS) results would be published in mid-summer. There had been good engagement with the Students' Union and the University, with a 78.4% response rate, as compared to 70.29% nationally and 76% in 2017.

5.8.3 The Students' Union (SU) had also performed very well nationally, being in the top 10 most improved Students' Unions in the Times Higher Education Student Experience Survey, and up 31 places in 'Whatuni Guide' .

## 6. **REPORT FROM THE STUDENTS' UNION**

6.1 The Board **received** for information and discussion the report from the President of the Students' Union (BG17/44).

6.2 There had been much good engagement with the student community, as shown by the increase in numbers of students who had been reached through the 'Out and about' initiative, the response to the 'Register to Vote' campaign, and the success of the Student Choice Awards. The increased engagement in the Elections gave a strong mandate to the incoming officers, with engagement rates from placement students being particularly pleasing. A strong team of Student Representatives had been appointed.

6.3 There had been a positive atmosphere at the Varsity fixtures. The pilot of a national campaign which aimed to get men talking about mental health had been launched at the Arena Day on 18<sup>th</sup> April.

6.4 The SU had arranged activities in support of Mental Health Awareness Week, and was providing support to students in particular during the exams and assessments period.

6.5 There had been a disappointingly low level of registered student volunteering in response to opportunities promoted by the SU, however it was acknowledged that some internal volunteering was not recognised in the reported figures, and some hours might not yet have been logged. Work to address the downturn was underway, including increasing the number and quality of volunteering opportunities.

6.6 The annual Raise and Give (RAG) fundraising total had now risen to £12,700.

6.7 The Board of Trustees of the SU had approved key performance indicators (KPIs). Having improved its performance, the Union was now aiming to think longer term and more strategically. The first annual 'Big Survey' had been launched to find out how the SU could improve further and support as many students as possible. The outcomes would inform future KPIs.

6.8 The SU Board was seeking to recruit an external member with financial expertise. Members of the Board of Governors were asked to suggest possible nominees. A role description would be circulated to members on request.

6.9 The SU report highlighted its good performance in various league tables. The President drew attention to the Institute of Education, which had achieved one of the highest student satisfaction ratings. This achievement was particularly notable given the particular challenges associated with students placements.

6.10 The Board noted their appreciation for the input of the student members of the Board over the past year.

## 7. **UNIVERSITY STRATEGIC PLAN 2018-23**

7.1 The Board **received** for discussion a presentation on key themes that had emerged from the strategic plan development and consultation process.

7.2 The Director of Communication and Participation reported that over 500 people had been involved in the consultation to date. Initial conclusions were being drawn from the consultation exercise. At the macro level, there was consensus that the revised strategy should be shorter, with a bigger vision for the future and less detail. There was agreement that the revised strategy should be a continuation, rather than a drastic change of direction, with the core values, ethos and approach of the University being retained.

- 7.3 Two enduring commitments had been identified, which could be articulated as: a commitment to ‘The Whole Person’, drawing together the themes of inclusivity, the character of the University community, making the most of rich human potential, and ‘learning to learn’; and the University’s strength in delivering a ‘Triangle of Professional Education’, with the two base points being academic staff and professional mentors, supporting carefully selected, ambitious students to develop their capabilities.
- 7.4 The University had evidenced success in delivering ‘a fair deal’, as shown, for example, by being the best university for equal pay, and being in the top ten for graduate employment.
- 7.5 A further notable strength was the University’s excellence in public engagement.
- 7.6 The Board was invited to consider whether these existing commitments and strengths remained fit for the future, in the context of imagining what the University would look like in 2023. The Board was invited to discuss two central strategic ideas:
- (i) the Student Benefit - the University’s commitment to students, which was at the heart of everything that the University does; and
  - (ii) the Public Benefit – the community and social benefit delivered by the University, exemplified by initiatives such as the Hive and the Worcester Arena.
- These two key tenets were to be considered through the lens of the whole life course of the individual. The Board **received** a timeline that had been drafted to identify the points of knowledge and expertise that the University had throughout an individual’s life journey, as well as the transformational impact that education could have from early years to the contribution of graduates to society as a whole.
- 7.7 The strategy must be underpinned by a financially sustainable and efficient operation, noting in particular the ongoing transformational impact of capital investment to enable the University’s future development.
- 7.8 The following feedback emerged from small group discussions following the presentation:
- (i) The potential for the timeline to become a vehicle to engage and express University values;
  - (ii) The need to consider the fit of the timeline concept with wider society and the work on touchpoints in the whole-life journey that was being developed in other organisations such as the NHS;
  - (iii) The need to promote life long learning and maximise the potential of human capital by doing more to build resilience in individuals, and to ensure that students were equipped with the skills they would need in their future careers;
  - (iv) The need to create further enriching opportunities in the student lifecycle, and to provide more opportunities for students to engage in professional life;
  - (v) The opportunity to engage alumni as part of creating and cultivating the University community, in particular to engage with current students;
  - (vi) The importance of equipping staff and students to translate areas of strength in UK Higher Education into the international context, and the importance of defining ‘society’ in terms of the international community;
  - (vii) The opportunity to develop the concept of inclusivity into a ‘community of individuals’, where the needs of each individual were addressed;
  - (viii) The opportunity for students to meet with as wide a range of people as possible at the start of their journey;
  - (ix) The importance of a diversity in the educational offer, set against the challenge of prioritising a strategically cohesive offer;
  - (x) The importance of the strong culture of research being linked clearly to research led teaching;
  - (xi) The importance of raising the status of teachers;
  - (xii) The opportunity and necessity of reducing bureaucracy.
- 7.9 The outputs of the discussion would inform the further development of the revised strategy, which would be brought to the July Board meeting.

## **8. REGISTRATION WITH THE OFFICE FOR STUDENTS (OfS)**

- 8.1 The Board received for formal approval a proposal concerning the creation of a Review Group (BG17/45).
- 8.2 The Board had approved, at its meeting of 12 March 2018, that a reference group be established to review the registration documents prior to submission to the OfS (minute 4.3 refers). The draft registration documents been prepared subsequently and had been reviewed internally.

- 8.3 As part of the registration process, the University was required to submit information about the membership of the Board. Governors would be asked to provide the required information, and to confirm in writing their consent to personal data being submitted to the OfS.
- 8.4 The Board **approved** the establishment of a Review Group with delegated authority from the Board to review and grant formal approval of the University's OfS submission, with membership to be as set out in section 2 of paper BG17/45. Final editing and submission would be the responsibility of the Vice-Chancellor.

## **9. FORMAL APPROVAL ITEMS**

### **9.1 Board Communications**

- 9.2 The Board **approved** the Board Communication Plan, as set out in paper BG 17/46, noting that the plan addressed an action arising from the 2016/17 Board Effectiveness Review.

## **10. REPORT ITEMS**

### **10.1 Annual Report on Student Complaints and Appeals**

- 10.1.1 The Board **received** and noted the 2016/17 Complaint and Appeals Annual Report (BG 17/47).
- 10.1.2 The University's Complaints and Appeals data was monitored by the Office of the Independent Adjudicator (OIA). The very low numbers of complaints that were referred to the OIA indicated that this area was well managed. The Board commended all those who had contributed to achieving such a positive outcome.

### **10.2 Management Accounts (period 8)** *[NOT FOR PUBLICATION]*

## **11. BUSINESS OF THE SUB-COMMITTEES**

### **11.1 Audit Committee**

- 11.1.1 The Board **received** the unconfirmed minutes of the meeting held on 30 April 2018 (BG17/49).
- 11.1.2 The Chair of the Audit Committee **reported** that the Committee had been concerned by the internal audit opinion of limited assurance in relation to Business Continuity Planning, however the discussion at the Audit Committee and direction of travel had been reassuring. A further review would be conducted in the summer, which it was anticipated would result in a revised opinion being issued following planned work to address the recommendations within the Internal Audit report.
- 11.1.3 The Chair of the Board expressed gratitude on behalf of the Board to members of the Audit Committee for their work on behalf of the Board.

### **11.2 Finance and Development Committee**

- 11.2.1 The Board **received** the unconfirmed minutes of the meeting held on 23<sup>rd</sup> April 2018 (BG17/50).
- 11.2.2 The Chair of the Finance and Development Committee **reported** that the Vice Chancellor had provided a helpful overview of the University's Financial Strategy, which pulled together a number of strands (minute 5 refers).
- 11.2.3 The Chair noted thanks on behalf of the Board to the Manager of the University Capital Projects for the capital developments report that was now being circulated to the Board electronically on an approximately monthly basis.
- 11.2.4 The Board noted that two minor amendments were required to the unconfirmed minutes:
- (i) That the Pro Vice Chancellor (Students) had been in attendance at the meeting;
  - (ii) That the reference to 'management of staffing' should be amended to 'management of staff costs' (minute 5.3 refers).

#### **ACTION: INTERIM CLERK TO THE BOARD**

### **11.3 HR Committee**

- 11.3.1 The Board **received** the unconfirmed minutes of the meeting held on 19<sup>th</sup> March 2018 (BG17/51).
- 11.3.2 The Chair of the HR Committee **reported** that, despite a disappointing 21% response rate to the Staff Survey, some interesting factors had been identified in the responses received. These would be followed up through targeted surveys, and the full survey would be repeated in two years time. The committee would look for a three-fold increase in the response rate in future.
- 11.3.3 Since the meeting of the HR Committee, the University had been successful in its application for an Athena Swan Bronze Award.

### **11.4 Nominations Committee**

- 11.4.1 The Board **received** the unconfirmed minutes of the meeting held on 18<sup>th</sup> April 2018 (paper BG17/52).

- 11.4.2 The Chair **reported** that the Nominations Committee had received five excellent applications from non-academic members of staff for the vacancy for a Co-Opted Governor, as a result of which the Nominations Committee recommended that two appointments be made, noting that the resulting increase in the number of Co-Opted Governors was permissible within the Board membership requirements as set out in the University's Instrument of Government.
- 11.4.3 The Board **approved**, on the recommendation of the Nominations Committee, the appointment of Dr Sarah Pittaway and Mr Marc Scriven as Co-Opted Staff Governors, from 1 August 2018 to 31 July 2022.
- 11.4.4 The Board further approved that Dr Pittaway and Mr Scriven be invited to attend the meeting of the Board to be held on 9 July 2018 in an observer capacity.
- 11.5 **Remunerations Committee**
- 11.5.1 The Board **resolved** that consideration of the annual report of the Remunerations Committee for 2017/18 (BG 17/53) be reserved to members of the Board only, with the Director of Human Resources being in attendance, noting that the Vice-Chancellor and Chief Executive would not be present for this item.
- 11.6 **Academic Board**
- 11.6.1 The Board **received** an oral report from the Deputy Vice Chancellor on the meeting held on 25<sup>th</sup> April 2018.
- 11.6.2 The primary focus of the meeting had been the academic restructure.
- 11.6.3 It was noted that the Academic Board had received a useful paper on OfS Registration which could usefully be incorporated in future into the induction for Board members.

**ACTION: INTERIM CLERK TO THE BOARD**

## **12. ANY OTHER BUSINESS**

- 12.1 Ian Smith **reported** his thanks to the University for hosting the South Worcester area final of Young Enterprise.
- 12.2 Ian Smith **reported** that he had attended a Leadership Foundation one-day course for new university governors, which he had found very useful, in particular the opportunity for a round-table discussion with other governors.

## **13. DATE OF NEXT MEETING**

- 13.1 The next meeting of the Board would take place on 9<sup>th</sup> July 2018, from 11.00am to 3.30pm, in room EEG164, Edward Elgar Building, noting that this final meeting of the academic year would be followed by the University's annual garden party, to which members were warmly invited.

Signed: \_\_\_\_\_ Date: \_\_\_\_\_

Chair of the Board of Governors – John Bateman OBE

## BOARD OF GOVERNORS ATTENDANCE – 14<sup>th</sup> May 2018

Key: A = Absent with apologies.

### INDEPENDENT MEMBERS APPOINTED BY THE BOARD OF GOVERNORS

	John Bateman OBE	(in the chair) Chair of the Board of Governors
A	Gloria Agyemang	
A	Carl Arntzen	
	Alice Brunt	
	Charmian Di Nunzio	
	Diana Gant	
	Anna Hooper	Vice Chair
	David Iddon	
	Nadeem Khan	
	Zadvinder Padda	
	Reverend Dr Alwyn Pettersen	
	Ian Smith	
	Sarah Speck	Vice Chair

### CO-OPTED MEMBERS APPOINTED BY THE BOARD OF GOVERNORS

	Diana Beech	Nominated by the Board of Governors
	John Bothamley	Nominated by the Board of Governors
	Odette Fielding	Nominated by non-academic staff

### VICE CHANCELLOR AND CHIEF EXECUTIVE

	Professor David Green	Vice Chancellor and Chief Executive
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### MEMBERS OF UNIVERSITY STAFF NOMINATED BY THE ACADEMIC BOARD

	Dr Derek McDougall	
A	Robert Dudley	

### STUDENT MEMBERS NOMINATED BY THE STUDENTS' UNION

	Jade Haley	President, Students' Union
	Euan Morrison	Vice President: Education, Students' Union

### CLERK TO THE BOARD OF GOVERNORS

	Philippa Glover	Interim Clerk to the Board of Governors
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### IN ATTENDANCE

	Jane Britton	Director of Communications and Participation
	Lucy Conn	President (Elect), Students' Union
	Adele Cope	Director of HR
	Rob Bonham	Director of Finance & Resources
	Professor Sarah Greer	Deputy Vice Chancellor
	Harrison Jared	Vice President (Elect), Students' Union
	Helen Johnstone	Head of Information Assurance/Manager of the University Capital
Projects		
A	Sophie Glenny	Vice President, Students' Union
	Ross Renton	Pro Vice Chancellor (Students)
	Danya Young	Board Apprentice