



Board of Governors

Minutes of the meeting held on 24th February 2020

19/27 Attendance

27.1 Present

Mr J Bateman OBE	Independent Governor, Chair
Mr C Arntzen	Independent Governor
Dr D Beech	Independent Governor
Mr S Devlin	Co opted Governor
Mr R Dudley	Staff Governor
Mrs D Gant	Independent Governor
Professor D Green CBE	Vice Chancellor & Chief Executive
Mrs A Hooper	Independent Governor
Mr D Iddon	Independent Governor
Mr N Khan	Independent Governor
Mr H Lonsdale	Student Governor
Dr D McDougall	Staff Governor
Rev'd Dr A Pettersen	Independent Governor
Dr S Pittaway	Staff Governor
Miss M Price	Student Governor
Mr M Scriven	Staff Governor
Mr I Smith	Independent Governor
Mrs S Speck	Independent Governor

27.2 In Attendance

Mr J Aston	Partner, National Head of Education, BDO (Item 19/37)
Mr R Bonham	Director of Finance & Resources
Mrs J Britton	Director of Communications & Participation
Mrs A Cope	Director of Human Resources
Mrs J Forbes	Shakespeare Martineau (Observer)
Professor S Greer	Deputy Vice Chancellor & Provost
Mr M Harris	Vice President, Students' Union
Ms H Johnstone	Head of Governance and Regulatory Affairs (Clerk to the Board)
Mrs J Newland	Assistant Clerk to the Board
Mr R Renton	Pro Vice Chancellor Students
Mr J Rushforth	Shakespeare Martineau (Observer)

27.3 Apologies

Mr J Bothamley CBE	Independent Governor
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The Chair welcomed Mr Sean Devlin, newly appointed Co opted Governor and Dr Diana Beech, Independent Governor, who is returning to the Board. The Chair also welcomed Mrs J Forbes and Mr J

Rushforth, both from Shakespeare Martineau, present as observers to the meeting as part of the Review of Board Effectiveness.

19/28 Declarations of Interests

28.1 There were no declarations of interest declared.

19/29 Minutes

29.1 The minutes of the meeting held on 25th November 2019 [BG19/29] were confirmed as an accurate record of the meeting.

29.2 Matters arising not covered elsewhere on the agenda

29.2.1 It was noted minute 18.3 is to be sent to the OfS as per their information request reported on at the meeting of 25th November 2019 relating to late payment of the QAA fee.

29.2.2 There are currently two vacancies on the Board and interviews are taking place.

19/30 Chair's Business

30.1 Chair's update

30.1.1 The Chair thanked members for completing questionnaires for the Board Effectiveness Review, adding a special meeting of the Nominations Committee will review the draft report before the final report is presented by Shakespeare Martineau to the Board at its June meeting.

30.1.2 The Chair reported that he had attended the Times HE Awards where the University won an award and has attended some professorial lectures that he highly recommended to members. He congratulated the Students' Union on all their work, in particular in engaging with the community. The opening of the new University Centre at Halesowen College was very well attended.

30.1.3 The Chair thanked University staff for keeping the University going during the current flooding.

30.2 Draft CUC Code of Governance Consultation [BG19/30]

30.2.1 The Board approved the draft response to the CUC Consultation on the Draft HE Code of Governance 2020 subject to the Clerk to the Board rewording comment 6 under question 15 as concerns the use of the word "guarantee" in relation to "institution autonomy".

30.2.2 Members agreed that identification of a Senior Independent Director should not be included in the Code but thought the principle was worth considering, perhaps by the Nominations Committee.

19/31 Vice Chancellor's Report [BG19/31] *[NOT FOR PUBLICATION]*

19/32 Students' Union business

32.1 Students' Union report [BG19/32]

32.1.1 The Students' Union officers highlighted key points from their report. Go Green week, held 2 weeks ago, went very well with many local schools attending. Some good ideas came out of Change Week and the Course Rep Conference had been very beneficial for students. The Raise and Give (RAG) total is currently £15,000. The Students' Union has successfully launched a volunteering project in partnership with Barclays Bank and Sanctuary Housing and the Students' Union governance review is ongoing.

32.1.2 Members noted the results of the Students' Union Wellbeing survey, in particular the changing needs of students and the high percentage who have experienced mental health issues whilst studying. Members asked how the University can best support students with mental health issues

and the staff who support students with such issues. It was noted that this was an area Student Services work very hard on.

32.1.3 The Board received the report.

19/33 Report from the Finance & Development Committee [BG19/33]

- 33.1 The Committee Chair presented the report noting the Committee considered and discussed the financial update report. The Committee considered and approved the recommendation that the University make an offer on Castle House and considered reports on the development of the International Inclusive Cricket Education Centre and an update on Himbleton Road Townhouse. The Committee proposed holding a further seminar on finance for the Board on 23rd March 2020. The Board received the report.

19/34 Academic Related Matters

34.1 Provost's report [BG19/34]

The Provost presented her report, noting the signposting to the Academic Governance conditions of OfS registration.

34.1.1 Feedback has already been received on the stage 4 submission for the Medical School and the University must respond by 27th March. The refurbishment of Berrow's House will provide a wonderful new learning space for the Medical School. An announcement on Medical School places is still awaited but the University is ready to put in a bid when the opportunity arises.

34.1.2 Preparation is ongoing for the Research and Knowledge Exchange. The University expects to return more staff to REF2021 than REF2014 and to submit more units of assessment. The Board welcomed the idea of a Research presentation evening.

34.1.3 The University continues to work very hard on retention. This year progress weeks and progress reviews have been introduced and feedback from the first progress week was very positive.

34.1.4 The University is developing its apprenticeship offering and the Head of Apprenticeships and Work Based Learning has developed an Apprenticeship Management Framework to manage and monitor the risks of this new market.

34.1.5 The Provost thanked governors who attended the recent opening of the University Centre Halesowen.

34.1.6 The Board received the report.

34.2 Report from Academic Board [BG19/35]

Mrs Hooper, Governor Observer on the Academic Board, presented the report noting the update on the Knowledge Exchange Framework (KEF) implementation. She recommended professorial lectures to members for giving a real flavour of teaching take place in the University. The Board received the report.

19/35 Compliance with OfS Conditions

35.1 Report on Compliance with OfS Conditions (BG19/36)

35.1.1 The Head of Governance and Regulatory Affairs presented an update on the University's compliance with the ongoing OfS Conditions of Registration and highlighted the Board of Governors' responsibilities for monitoring the institution's compliance with the conditions of registration. The Head of Governance and Regulatory Affairs manages a compliance matrix that identifies the senior staff lead for each condition and how the Board is assured of compliance with the condition. An annual report will be made to the Board on compliance and consideration is being given to including oversight of this area in the Audit Committee's terms of reference. The OfS is to be included as a standing item on Board agendas to include reporting on reportable events, an

update on returns to the OfS and any communications from the OfS. The internal auditors recently carried out an audit on the University's compliance which will be presented to the Audit Committee in March and which confirms the University is complying with all conditions of registration.

35.1.2 The Board received the report.

19/36 Reports to be received for information

The Board noted and applauded the Report on Access to Learning Fund (BG19/37) and the UW Worcester Wolves Impact Report (BG19/38).

19/37 Strategic Discussion – Higher Education and the financial context

- 37.1 The Board received a presentation from James Aston, BDO, on Higher Education and the financial context that covered emerging issues such as the direction of the Secretary of State, the impact of the loss of EU students following Brexit, the competing market for students, funding and the top sector risks.

The presentation was followed by a group discussion. The Chair thanked Mr Aston for his presentation.

19/38 Any Other Business

- 38.1 Following consultation on days for holding meetings, it is proposed to move meetings to Tuesdays. The Assistant Clerk to the Board is to distribute 2020/21 meeting dates.

19/39 Date of Next Meeting

27th April 2020 10.00 am.