

## UNIVERSITY OF BEDFORDSHIRE

### Minutes of the seventeenth meeting held on 25 November 2010

Present	Mr Andrew Bentley	Chair of Governors
	Mr David Baggott	Independent Governor
	Mr Stephen Ball	Independent Governor
	Professor David Barrett	Staff Governor
	Mrs Jane Creasy	Independent Governor
	Mr Ajay Gowda	Student Governor
	Dr Geoffrey Copland CBE	Co-opted Governor
	Professor Les Ebdon CBE	Vice Chancellor
	Mr Jeff Halliwell	Independent Governor
	Dr Martin Lockett	Co-opted Governor
	Ms Ann Keen	Co-opted Governor (Item 3 onwards)
	Ms Jill Millns	Co-opted Governor
	Mrs Gita Patel	Independent Governor
	Mr David Pearson	Independent Governor
	Dame Denise Platt	Independent Governor
	Ms Carol Richmond	Independent Governor
	Ms Lyndsay Murphy	Student Governor
Councillor Raja Saleem	Co-opted Governor	
Mr John Sentinella	Staff Governor	
Mr James Shea	Staff Governor	
Apologies	Ms Tabitha Aldrich Smith	Co-opted Governor
	Mr Clem Brohier	Independent Governor (item 3 onwards)
	Dr Roger Holdom	Independent Governor
	Dr Yasmin Jetha	Vice Chair of Governors
	Mr Paul Wells	Independent Governor
Attending	Ms Kate Boulter	Assistant University Secretary
	Mrs Sue Gadsden	Board Administrator
	Miss Alice Hynes	Registrar
	Mr Donald Harley	Deputy Vice Chancellor (Resources)
	Professor Ashraf Jawaid	Deputy Vice Chancellor (External Relations)
	Professor Mary Malcolm	Deputy Vice Chancellor (Academic)
	Mr Adrian Parry	University Secretary
	Professor Carsten Maple	Pro Vice Chancellor (Research and Enterprise)

#### UB278 Welcome and Quoracy

278.3 The Chair welcomed Miss Alice Hynes, Registrar and Professor Carsten Maple, Pro Vice Chancellor (Research and Enterprise) to their first meeting of the Board of Governors.

278.2 The Clerk confirmed that the meeting was quorate and could proceed to business.

#### UB279 Conflicts of Interest

279.1 None of those present declared a conflict of interest in relation to the matters on the agenda.

#### UB280 Constitutional and membership matters

280.1 The Board received a report that provided an update of membership and constitutional matters.

280.2 RESOLVED: The Board agreed that:

- (a) Ann Keen should be appointed to the Board as a co-opted governor and as a member of the Student Experience Committee.
- (b) Alan Cook should be appointed to the Board as an independent governor and as a member of the Audit and Compliance Committee.
- (c) Carol Richmond should be invited to serve as an independent governor for a second term.
- (d) Geoffrey Copland should be invited to join the Resources and Employment Committee, whilst remaining a member of the Audit and Compliance Committee and that this should be noted as a clear decision of the Board.
- (e) Jeff Halliwell should be invited to join the Nominations and Honours Committee, whilst remaining a member of the Resources and Employment Committee.
- (f) Dame Denise Platt should be invited to join the Student Experience Committee, whilst remaining a member of the Resources and Employment Committee.
- (g) John Sentinella should be invited to join the Student Experience Committee.
- (h) The terms of reference of the Audit and Compliance Committee should be amended to include reference to the reporting of serious incidents as articulated in HEFCE/CUC guidance.

**UB281 Minutes of the sixteenth meeting of the Board held on 15 July 2010**

281.1 The minutes of the previous meeting were agreed as an accurate record.

**UB282 Matters arising**

282.1 (258.1) An agreement had been concluded with the McManBerg Institute in Denmark to enable the running-out of contractual arrangements for individual students who had been enrolled via KCC.

282.2 (259.2) The dispute with the landlord of The Spires over dilapidation costs had been resolved.

282.3 (262.2) The University's international strategy was in development and would be available for consideration at the Board's annual residential meeting. It would be considered by the Resources and Employment Committee as a prelude to the residential meeting.

282.4 (266) The revised student code of conduct and disciplinary procedure had been implemented.

**UB283 Vice Chancellor's report on current issues**

283.1 The Board received a report from the Vice Chancellor that provided a summary of current issues that were of importance to the University and the higher education sector.

283.2 The following points were made in discussion:

- (i) Proposed changes to immigration regulations would have an adverse impact upon the availability of student visas if implemented. The University's efforts to strengthen its transnational education activities would help to mitigate this impact.
- (ii) The comprehensive spending review heralded significant public sector funding cuts. The training budgets of the NHS and local authorities would be reduced. These cuts would also impact upon the funding available for higher education and would be in addition to those headline figures already announced for the sector.
- (iii) The University was exploring how it might enhance its provision of workbased learning, part-time courses and the CPD offer. There was potential to identify and further develop opportunities in these areas.

283.3 RESOLVED: The Board noted the report.

#### **Matters for decision and approval**

##### **UB284 Financial statements for the year ending 31 July 2010**

284.1 The Board received a report that summarised the University's audited financial statements for the year ending 31 July 2010. This demonstrated that the University had achieved a surplus of £12 million for reinvestment.

284.2 The following points were made in discussion:

- (i) The University had spread its financial risk by working with a number of banks.
- (ii) Supporting evidence and data was required to underpin comments in the narrative regarding the University's research activities.
- (iii) The narrative should be reviewed to ensure the accuracy and consistency of its wording.

284.3 RESOLVED: The Board approved the financial statements for the year ended 31 July 2010.

##### **UB285 Governors' letter of representation**

285.1 The Board received the letter of representation to the external auditors which confirmed provisions made in the financial statements.

285.2 RESOLVED: The Board approved the letter of representation and agreed that it should be signed by the Chairman and the Vice Chancellor.

##### **UB286 Audit management letter for the year ending 31 July 2010**

286.1 The Board received the management letter to the Audit and Compliance Committee from the external auditors following the completion of the University's accounts.

286.2 The following points were made in discussion:

- (i) The University was required to comply with the Carbon Reduction Commitment (CRC) Energy Efficiency Scheme and could be fined if it failed to meet its responsibilities.

- (ii) The narrative of the management letter should be reviewed to ensure the accuracy and consistency of its wording.

286.3 RESOLVED: The Board agreed that the management letter should be submitted to HEFCE, in accordance with the financial memorandum.

#### **UB287 Annual Report of the Audit and Compliance Committee 2009-10**

287.1 The Board received a report prepared by the Audit and Compliance Committee for the governing body and the Vice Chancellor for the period 1 August 2009 to 31 July 2010.

287.2 The following points were made in discussion:

- (i) The Audit and Compliance Committee had not relied solely upon the reports of the internal auditors to determine its opinion of confidence. The Committee's views had been influenced by a range of indicators.
- (ii) The contract for the internal auditors had not been renewed and a joint internal audit service had been established with the University of Hertfordshire.

287.3 RESOLVED: The Board approved the report and agreed that it should be submitted to HEFCE, along with the annual report of the internal audit service, in compliance with the financial memorandum.

#### **CM288 Annual operating plan for 2010-11**

288.1 The Board received a report that detailed the University's annual operating plan for 2010-11.

288.2 RESOLVED: The Board agreed that the annual operating plan for 2011-12 should be submitted to HEFCE.

#### **CM289 Financial Forecasts, 2008-09 to 2013-14**

288.1 The Board received a report that provided the financial forecasts and results table for the years 2008-09 to 2013-14.

288.2 The following points were made in discussion:

- (i) The University guarded against the risk of bankruptcy in its supply chain by paying in arrears and in phases for building projects.
- (ii) Student tuition fees would be met by the Student Loans Company (SLC). This would help to ensure that levels of student fee debt to the University would fall. However, this might have implications for cash flow if the drawdown of SLC funds was phased later in the year.
- (iii) There was an opportunity to submit revised financial forecasts to HEFCE in April 2011.

288.3 RESOLVED: The Board agreed that the financial forecasts and results table for the years 2008-09 to 2013-14 should be submitted to HEFCE.

#### **CM290 Estates update**

290.1 The Board received a report that provided an update of the progress of the University's estate strategy.

290.2 The following points were made in discussion:

- (i) The proposals for the Postgraduate and CPD Centre had received detailed scrutiny from the Estates Strategy Sub-committee.
- (ii) The governors' meeting with the architects for the Postgraduate and CPD Centre had identified the need to create an iconic building.
- (iii) The respective roles to be played by the Postgraduate and CPD Centre and by Putteridge Bury in the delivery of CPD activities required further clarification.
- (iv) Plans for the activities to be offered in the Postgraduate and CPD Centre should be firmly grounded in the University's academic strategy.
- (v) There was a need to strengthen consultation processes with stakeholders and particular account should be taken of the views of the Student Union.
- (vi) The purchase of Rutland Hall for £1.8m represented a good investment.
- (vii) Further properties that were currently leased by the University may become available for purchase. It was likely that the Eaton Green residences would become available for purchase in the near future. Such purchases should be considered on a case-by-case basis and should be guided by the same return upon investment principles that had underpinned the purchase of Rutland Hall.

290.3 RESOLVED: The Board:

- (a) Noted that the Luton student residences project (Phase 1a) was under construction and that the first residences were scheduled to be available for September 2011.
- (b) The Campus Centre at Luton had opened for business on 8 October 2010 and that additional works in adjoining buildings were now in-hand following decanting. The project was scheduled to be £7.6 million within the budget allocated.
- (c) Agreed that the Postgraduate and CPD Centre building size should be increased to 4,000 sqm to maximise the use of land and that a budget of £16.1 million was agreed for construction.
- (d) Agreed that connecting and re-cladding works to the Business School of up to £2.5 million be undertaken to provide aesthetic and additional environmental benefits.
- (e) Agreed that an overall contingency of 7% should be retained within a total cost of £19.6 million for the Phase 2a estates project.
- (f) Noted the development of the framework exercise for the Polhill Campus was underway and undergoing additional consultations.
- (g) Noted and endorsed the acquisition of Rutland Hall for £1.8 million.

#### **UB291 Annual review of the risk management policy**

291.1 The Board received a report that asked it to consider and approve the criteria used to assess the severity and likelihood of risks detailed in the University's corporate risk register and to determine the University's risk appetite.

291.2 RESOLVED: The Board agreed the policy.

#### **UB292 Corporate risk register**

292.1 The Board received a report that provided the University's corporate risk register and an associated commentary from each risk owner. A thorough review of the register would be undertaken later in the academic year, when further details of the impact of the Browne Review and the CSR had been announced.

292.2 In discussion, it was noted that the possibility of a key supplier entering bankruptcy was a risk that should be included in the revised corporate risk register.

292.3 RESOLVED: The Board noted the report.

#### **Reports from Board Committees**

##### **UB293 Academic Board**

293.1 The Board received a report of the business conducted at the Academic Board meeting held on 27 October 2010.

293.2 RESOLVED: The Board noted the report.

##### **UB294 Audit and Compliance Committee**

294.1 The Board received a report of the business conducted at the Audit and Compliance Committee meetings held on 6 October, 10 November and 15 November 2010.

294.2 A number of Board members had not completed and returned their declarations of interest forms to the Secretariat. It was imperative that these forms were submitted as soon as possible.

294.3 In discussion, it was noted that cartel legislation prohibited collusion between universities in the setting of tuition fees.

294.4 RESOLVED: The Board noted the report.

##### **UB295 Resources and Employment Committee**

295.1 The Board received a report of the business conducted at the Resources and Employment Committee meetings held on 28 September and 9 November 2010.

295.2 The following points were made in discussion:

- (i) The University should take care to ensure that its staff disciplinary processes were clearly understood by managers and were properly enacted. There was a need for further training and development in this area.
- (ii) A better balance between the financial and human resources issues discussed by the Committee had been achieved. However, there remained a need to increase the attention given to human resources issues by the Committee.
- (iii) The volume of work already undertaken by the Committee would not enable it to give due scrutiny to the sustainability agenda. It was not desirable that responsibility for monitoring the University's sustainability strategy fell within its remit.

RESOLVED: The Board noted the report.

## **UB296 Student Experience Committee**

296.1 The Board received a report of the business conducted at the Student Experience Committee meeting held on 22 October 2010.

296.2 The following points were made in discussion:

- (i) The new appointments to the Committee were welcome.
- (ii) It was important that the University's response to the outcome of the National Student Survey (NSS) was now characterised by action rather than continued analysis.
- (iii) The University should benchmark its activities against other higher education institutions and explore what might be learned from institutions that currently scored highly in the NSS.
- (iv) Expectation management was key to avoiding unfavourable feedback from students. The University also needed to ensure that students were made aware and reminded of improvements that were made in response to their feedback.
- (v) Open session meetings, focus groups and the student representative system should be used to gauge student opinion where possible. Survey fatigue needed to be avoided.
- (vi) Research indicated that there was a correlation between low levels of response to the NSS and low satisfaction scores. There was a need for the University to increase its response rate.
- (vii) The University had significantly improved low NSS scores within individual departments in the past through targeted action.
- (viii) A survey of the student experience of the University's international students had been commissioned. This would enable benchmark comparisons to be made with 130 higher education institutions.

296.3 RESOLVED: The Board noted the report.

## **UB297 Nominations and Honours Committee**

297.1 The Board received a report of the business conducted at the Nominations and Honours Committee meeting held on 14 October 2010.

297.2 The following points were made in discussion:

- (i) A workshop to explore the University's approach to sustainability and the development of a sustainability strategy would be convened in early 2011.
- (ii) The Board effectiveness review had been broadly positive but had emphasised the need to improve the induction process and to strengthen mechanisms for collecting stakeholder views.

297.3 RESOLVED: The Board noted the report.

## **UB298 Estates Strategy Sub-committee**

298.1 The Board received a report of the business conducted at the Estates Strategy Sub-committee meetings held on 5 October and 28 October 2010.

298.2 RESOLVED: The Board noted the report.

**Matters for note**

**UB299 Balanced scorecard**

299.1 The Board received for information a report that detailed the progress of the review of the University's balanced scorecard.

299.2 RESOLVED: The Board noted the report.

**UB300 QAA institutional audit action plan**

300.1 The Board received for information the action plan that had been agreed by the Academic Board in response to the recommendations of the Quality Assurance Agency's institutional audit.

300.2 RESOLVED: The Board noted the action plan.

**UB301 Minutes of meetings of committees since July 2010**

301.1 The Board received the minutes of committee meetings held since 15 July 2010.

301.2 RESOLVED: The Board noted the minutes.

**UB302 Any other business**

302.1 It was noted that the University would need to take account of the requirements of the Bribery Act, particularly in regard to its vicarious liability for actions undertaken by partners within its supply chains both in the UK and abroad. Appropriate training should be arranged for staff.

302.2 It was noted that this was the final meeting of the Board of Governors for Councillor Raja Saleem and Mrs Gita Patel. The Board thanked them for their contribution to the success of the University and wished them well for the future.

**UB303 Next meeting**

303.1 The next meeting of the Board of Governors would be held on 5 March 2011.

Adrian Parry  
University Secretary  
1 December 2010