

Board of Governors

Minutes of the One hundred and thirty fourth meeting of the Board of Governors, held on Wednesday, 24 November 2021 at 5.00 pm in MA224 / Teams

Present:

Mr Jim Oatridge (Chair)
Ms Kim Carr (Deputy Chair)
Ms Angela Spence, Deputy Chair
Mr Dean Cullis, Independent Governor
Mr Peter Price, Independent Governor
Ms Dawinder Bansal, Independent Governor
Mr Chris Handy, Independent Governor
Mr Alan Edwards, Independent Governor
Mr Ninder Johal, Independent Governor
Ms Donna Leeding, Independent Governor
Ms Elaine Siew, Independent Governor
Dr Buki Adeyemo, Independent Governor
Kimberly Forlini-Softley, Alumni Database Manager, External Engagement
Dr Ada Adeghe, Academic Board Governor
Ms Tayabah Mahmood, Student Governor
Mr Oluwatobi Falana, Student Governor
Prof. Geoff Layer, Vice-Chancellor

In attendance:

Ms Samantha Waters, University Secretary
Mr Nirmal Borkhataria, Interim Chief Financial Officer
Prof. Julia Clarke, DVC Student Experience
Mr Tim Steele, Pro Vice Chancellor International
Mrs Emma Bull, University Registrar
Ms Diane Cook, Head of Corporate Governance

Apologies:

Mr Amrit Singh, Independent Governor

BG/21/14 Membership, apologies, and declarations of interest

- i. Mr A Singh (Independent Governor) had tendered his apology.
- ii. There were no declarations of interest.

BG/21/15 Second Deputy Chair of the Board - Approval

(Ms Spence was not present for this item)

- i. The Chair of Board explained following the departure of Prof Chambers at the end of July 2021, a vacancy had arisen for a second Deputy Chair.

- ii. All Independent Governors had been asked to tender their expression of interest if they wanted to pursue this role. There had only been one expression received from Ms Spence.
- iii. **The Board of Governors resolved to**
 - a. **Unanimously approve and appoint Ms Spence as the second Deputy Chair.**

BG/21/16 Appointment of Interim Vice Chancellor

- i. *Exempt from Publication*

BG/21/17 Minutes and Matters arising

- i. The minutes of 30 September 2021 were agreed as a true record.

BG/21/17A Action Check list 30 September 2021

- i. All actions had been closed.

Part A: Priority Items for Discussion

BG/21/18 Vice Chancellor Report

- i. The Vice Chancellor presented his paper which provided an update on work undertaken and the issues that had arisen since the date of the last regular board meeting on 30 September 2021.
- ii. The following points were raised:
 - a. OfS had agreed the funding proposal for the Schools of Pharmacy
 - b. A discussion took place regarding narrowing the gap between First and Second class degrees and it was agreed to take a report to the Student Affairs & Academic Committee.
 - c. The view of the DfE was that this would not be introduced all at once. Infections rates on the different campuses were low. Blended teaching would continue.
 - d. The University was taking part in industrial action.

BG/21/19 Student Recruitment Enrolment Numbers & Exempt from Publication

- i. The Pro-Vice Chancellor for Global Opportunities presented his report, and the following points were reported and discussed:
 - a. An update on student recruitment and target figures were presented. There were a number of courses that had a further intake in semester 1 which would alter the current position.
 - b. Clearing had performed in line with the previous year.
 - c. Targets had been set for semester 2. More work was being undertaken to convert and support student applications.

- d. International applications were being assessed on a regional basis to consider any trends.
- e. It was noted that the overall performance of the University remained in line with the previous academic year.
- f. It was acknowledged that recruitment for September 2022, would be challenging and in light of the announcements that A level/BTEC results would be a half-way house between outcomes seen in September 2021 and September 2020, would be a disruption to studies for this cohort.
- g. There was uncertainty around international recruitment and therefore it would be likely that the higher tariff institutions would continue to increase their UK market share to mitigate any potential lost income for them.
- h. Exempt from publication.
- i. A discussion took place regarding student figures and the budget. It was noted that that the student figures had been provided to the Interim Chief Financial Officer for the financial forecast report.
- j. A discussion took place regarding which channels were used to promote the University to parents as well as students. It was noted there was a targeted marketing campaign on social media for students and it was recognised that Facebook was used more by parents and the messages were targeted at this group. Parents were also communicated directly with at Open Days. Further information on the ROI for the marketing would be provided.
- k. A discussion took place regarding the non-attendance rate and the reasons for this. Some of this could be contributed to people still being scared to attend in person and every day life might have got in the way.
- l. It was noted that the Post Graduate event had been virtual, and this had worked well for this set of students.
- m. An explanation on caring and nurturing was given which included assisting the student with their application process, following up with students that should have enrolled but had not, assistance with students that needed to re-sit their GCSE's or required a DBS check.
- n. The University would continue to do as much as possible to convert applications and Academic Coaches were being used and this was an area the University would seek to grow.
- o. The University had changed in the way it was marketed and that reference to place did not seem to be used now. Wolverhampton had some marketable areas including galleries and cafes which could also be used in the marketing material. It was explained that the University was investigating widening its reach and there would be more investment.
- p. Reference to the Finance workshop was made and the decline in some of the courses.

BG/21/20 Exempt from Publication

BG/21/21 Chair Update for Finance & Investment Committee 18.11.21

- i. The following points were raised:
 - a. The need to increase contribution rates from the schools within the faculties. A discussion took place around the importance of growing opportunities and investment should not be dismissed either.

- b. A review has been taken to benchmark the University against other Higher Education Establishments including both academic staff and professional services staff.
- c. Finance Committee had discussed the importance of the utilisation of the estate and where it was underutilised to investigate this. This would include a formal review of all buildings including utilisation and profitability.
- d. A report had been received on the Towns Fund applications where the University was involved in 4 of these applications.
- e. It was noted that there needed to be continual reviews of business cases that had been put in prior to COVID
- f. The Fire Safety work that was taking place was due for completion in February 2022.
- g. The Board needed to seek assurance from the professional and academic colleagues that they would be a greater emphasis on financial management in their areas and a change in culture. Although it was agreed that the issues needed to be understood before cultural and system issues could be identified and resolved.
- h. Risk appetite was discussed.

BG/21/22 Exempt from Publication

BG/21/23 Recovery Work: Short- and Longer-term Planning

- i. It was noted that the Interim Vice Chancellor would continue with this work in the coming year.

Part B: Items for Approval

BG/21/24 Student Protection Plan

- i. DVC Student Experience presented the report and explained that all Universities are required to have a Student Protection Plan approved by the Board of Governors and submitted to the OfS.
- ii. The following points were raised:
 - a. The Student Protection Plan would be updated annually.
 - b. The agreements signed (since 2018) with the Midlands Enterprise Universities Group creating an Academic Continuation Operating Framework for Major Disruptive Events and the Midlands Credit Compass Scheme.
 - c. The likelihood and proposed actions in respect of a national health emergency impacting deliver on campus, which had not been anticipated explicitly when the original plan was formulated.
 - d. The Student Protection Plan highlighted the areas of risk and their ratings from low, medium to high. The emerging risk at present was if the University was unable to operate from one or more of its campuses due to a public health emergency or risk e.g. a pandemic. This risk continued at present.
 - e. A discussion took place regarding a course closure and what would happen to the students. It was noted that if a course closed the remainder of the student cohort would be 'taught out'. Institutions would also work

together in these circumstances to transfer students once formal negotiations had taken place.

- f. **The Board of Governors resolved to approve the updated Student Protection Plan which would then be submitted to the OfS.**

BG/21/25 UoW Safeguarding Policy

- i. The University Secretary presented the report and raised the following points:
 - a. The policy had been reviewed and overhauled.
 - b. The policy had been updated to include a narrative around 16-18 year olds which was required by OFSTED.
 - c. Ofsted were primarily geared to 16-18 year olds and although the University had an apprenticeship programme and Higher Education delivery was not aimed at this age group there still had to be a narrative around this cohort in the policy.
 - d. The University would continue to work with the Board of Governor Safeguarding Champion.
 - e. **The Board of Governors resolved to approve the Safeguarding Policy.**

BG/21/26 UoW Statement of Primary Responsibilities

- i. The University Secretary presented the report and raised the following points:
 - a. The University had signed up to the CUC Higher Education Code of Governance 2020, which referenced in Appendix 2 the Statement of Primary Responsibility which the Board was obligated to produce.
 - b. The University would refresh this Statement annually to reflect where the responsibilities and objectives of the Board fit.
 - c. The reference to the welfare of students related to ensuring they were in a safe environment.
 - d. It was agreed that the report would be more explicit regarding the responsibility of the Board to ensure the University was financially viable. In addition, the report would expand on sustainable business plans.
 - e. **The Board of Governors resolved to approve the Statement of Primary Responsibility following the agreed amendment.**

BG/21/27 Board of Governors Committee Structure

- i. The University Secretary presented the report and raised the following points:
 - a. Under the proposed structure it would join three very important areas, Finance, Estates and Digital. This would allow for more agile working and decision making. The Chair of Finance & Investment Committee commented that as Estates was a separate committee at present made up of the Finance & Investment Committee members it made sense to merge from his perspective.
 - b. It was noted that the financial delegation to the proposed Finance & Resources Committee was £2.5m
 - c. **The Board of Governors resolved to approve the Board of Governors Committee structure combining the Finance and Investment**

Committee and Estates and Facilities Committee to create a Finance and Resource Committee.

BG/21/28 Senior Independent Governor

- i. The University Secretary presented the report and raised the following points:
 - a. It was noted it was best practice to have a Senior Independent Governor and that this had been discussed previously.
 - b. The role would provide support to the Chair and Deputy Chair(s) of the Board in their leadership roles as these positions would not be able to take on this role.
 - c. Governance and Nominations committee had already considered the role profile and proposed the assignment of the role of Senior Independent Governor, Ex Officio to the Chair of Remuneration Committee.
 - d. The rationale for the ex officio role was based on the remit of the Remuneration Committee and its fundamental role of overseeing appraisals across the Senior Staff of the University and the key role of undertaking the appraisal of the Chair of the Board.
 - e. This role would be reviewed in 12 months' time to ensure its effectiveness.
 - f. **The Board of Governors, on 24 November 2021, resolved to approve the adoption of a Senior Independent Governor and for this to role to be reviewed in twelve months.**

Part C: Items for Receipt/ For Information

BG/21/29 Student Union Accounts

- i. The Student Union Accounts had been presented to the Finance and Investment Committee. The document set out all the activities that had taken place last year including the foodbank which was an excellent initiative.
- ii. **The Board of Governors noted the report.**

BG/21/30 Chairs of Committees Updates

- i. The Chairs updates were noted.

BG/21/31 Any Other Business

The meeting closed at 8.30 pm

The next Board of Governors meeting will be held on 19 January 2022.