

BISHOP GROSSETESTE UNIVERSITY

MINUTES OF THE MEETING OF THE
UNIVERSITY COUNCIL

THURSDAY 23 MARCH 2017
12:10PM IN HARDY TEACHING ROOM 2

Council Members present:

Mr David Babb
Dr Kevin Brown
Mr David Clements
Mrs Jackie Croft
Mrs Angela Crowe
Mr Richard Hallsworth
Professor David Head
Dr Tony Hill
Mr Stephen Lawrence
The Right Reverend Bishop Christopher Lowson
AVM Gavin Mackay
Mr Graham Meeson
Professor Jayne Mitchell
Revd. Sally Myers
Rev Canon Professor Peter Neil
Mr Kieran Parrish
Mr Alan Stacey
Mr Bob Walder (Chair)

In attendance:

Mr Andrew Carr, Head of Admissions (for item 12(i) only)
Mr Stephen Deville, Director of Resources
Ms Joanna Forbes (Shakespeare Martineau Solicitors) (for item 7 & 8 only)
Dr Anne Jackson, Registrar & Secretary
Dr Grahame Killey, Planning and Performance Manager (for items 11 & 12 only)
Mrs Natalie Pickles (Minutes officer)
Mr Matthew Pitts, Governance, Compliance and Operations Manager (for items 7 & 8 only)
Professor David Rae, Executive Dean: Research & Knowledge Exchange

1. Welcome

The Chair welcomed Members to the third meeting of University Council of the 2016-17 academic year. The Chair apologised to members for the changes with timings, which had been necessary to ensure the University's Solicitors were present for Agenda items 7 and 8.

Action

RW

The Chair NOTED that Sally Myers was coming to the end of her first term in office as Council Member, her continuation would be a matter for the church, however Sally had indicated her willingness to stay on Council for a second term. Additionally, David Babb had confirmed he would be staying on for a second term of office. The Chair expressed the Council and Officers' gratitude for their service.

2. The University Prayer

The Vice Chancellor led the University Prayer.

3. Apologies

Apologies for absence were RECEIVED from:

Ms Tenille Dawson

4. Declarations of interest

There were no declarations of interest received.

7. To receive the Vice Chancellor's update

The Vice Chancellor reported that in the future Council would receive a rolling up date from the Vice Chancellor, possibly in the form of a newsletter, in order to cut down on some of the paperwork involved at Council meetings.

In addition, the Vice Chancellor's executive report would be integrated with the relevant other items, for example Risk, KPI's etc.

The Vice Chancellor highlighted the following areas from his report:

- UK College of Business and Computing (UKCBC) – potential partnership
The final paragraph in the report was regarding a partnership arrangement with UK College of Business and Computing (UKCBC). Council were asked for agreement that BGU continue progressing with the programmes as detailed, subject to all caveats and due diligence being carried out.

Council indicated they would like to see further information about the organisation, its' values, the directors, as well as quality assurance information, if available, to give comfort that it is a bona fide organisation. Council was re-assured that a full and thorough due diligence check would be completed. It was AGREED that the information obtained during this process would be circulated to members prior to signing of any partnership agreements.

- Internal Context – Status of the University
The Vice Chancellor opened up discussion regarding the legal status of the University and the proposal to become an incorporated company limited by guarantee. The current status of the university as an unincorporated charity brought with it a number of risks, not least the Members of Council (as trustees) have unlimited liability; it also created difficulties relating to specific transactions, one of which would be borrowing money.

P Neil

Council had a lengthy dialogue including input and advice from Joanne Forbes, Shakespeare Martineau Solicitors, key items from the discussion were as follows:

- It was clarified that the next Agenda Item regarding changes to the Instrument and Articles of Governance was a completely different subject/decision.
- As part of the project timeline there would be a full consultation with all stakeholders. Pension authorities had already been consulted in order to check the risk of a crystallisation event. Advice had been that this was highly unlikely to happen but nonetheless there *was* an element of risk. It was suggested that the Pensions action on the project timeline could be moved higher up the list.
- There was a clear need for a full dialogue with the diocese to make sure there is proper comfort that there would *not* be a diversion from the University's nature and Anglican historical roots by making this technical change.
- Council were in agreement that members needed to be protected by becoming incorporated, but that the process for getting there had to be right and that protecting the heritage of the Institution was very important.

A Jackson

8. To approve the revised Instrument & Articles of Government

A lengthy discussion took place regarding the proposed changes to the Instrument & Articles of Government, key highlights were as follows:

- Some members expressed their opinion that it would not be acceptable to move away from the Anglican foundation. A number of areas of concern, in terms of changes to wordings which weakened the link with the Anglican Foundation, was highlighted by Sally Myers.
- It was NOTED by the Vice Chancellor that there was no intention to undermine the Anglican foundation or ethos of the institution. The primary motivation for amending the I&A was so that it would meet criteria to enable BGU to join the Universities UK (UUK), who had rejected BGU's application due to it being too restricted in membership as well as a caveat in relation to academic freedom. There was no other agenda behind the changes and the proposal was to maintain our Anglican heritage and protect it with a blocking vote mechanism which is actually stronger than the current arrangements.
- It was NOTED that BGU was also unable to join UUK (Universities UK) as they saw the Articles as being exclusive and which did not meet their criteria.

It was AGREED that the following information would be circulated to Council: -

- The benefit of membership of UUK and Terms & Conditions of joining.
- Research that had been carried out by the Cathedrals Group.
- The relevant extract from the Governance Review conducted by Alice Hynes about the I&A and membership of CUC/UUK.

P Neil/
A Jackson/
Governance
Office

RUL

Council also RESOLVED the following:-

1. The University could proceed in principle with the incorporation of the University by the transfer of the charitable undertaking of the University to a newly formed charitable company limited by guarantee.
2. The University would appoint members and officers, to consist of the Chair, Vice Chair, Vice Chancellor and Registrar & Secretary, to form a sub-group with representatives of the Diocese, with advice from the National Church. The group will discuss and recommend changes to the Instrument & Articles of Government which will be brought to the next meeting of Council.

**A Jackson / P
Neil / B
Walder**

5. Minutes of the last meeting held on 25 November 2016

The minutes of the meeting of 25 November 2016 were CONFIRMED as a true record of the meeting and the Chair was authorised to sign them.

6. Matters arising

(i) Action Points

Members RECEIVED and NOTED the progress on the Action Points from the last meeting. The following was highlighted:

Item 11 – BGU's Governance Effectiveness Review

As noted on this Action, it was AGREED that the Draft Members' Handbook, due to be reconsidered by G&N on 18 May 2017, would be circulated to Council.

M Pitts

(ii) Any other matters

Sally Myers referred members to the query raised at the previous Council meeting as to whether the new domestic violence legislation was covered by the University's Safeguarding Policy. SM reported that she had wanted to check if this was the case but had had difficulty finding the Policy on the website. SM would revisit this to obtain the document and check the content and if the necessary wordings were included.

9. To receive the Students' Union President's Report

The Students' Union President presented his report and talked through the key points.

In response to a query from Council, the SU president confirmed a gender imbalance still existed in SU representation due to a lack of females applying. He confirmed that this year they will be running female empowerment campaigns to address this.

10. To receive the Chaplain's Report

Council RECEIVED and NOTED the Chaplain's report. The Vice Chancellor highlighted the key elements.

11. Strategy Stock-take

- (i) Notes on Strategy revisions
- (ii) To receive and discuss an early draft of the updated 5-year Strategy

Grahame Killey joined the meeting

The Chair of Sponsor Board reported that a number of comments had been made at the previous Sponsor Board meeting on the first draft of the updated Strategy. The main outcome had been that Council should be provided with a one page document highlighting the main changes with a focus on making priorities clearer.

Council members discussed the revised strategy, key points and comments raised were as follows:-

- The Chair of Council has asked to meet with the team when there is an early draft of the strategy available, along with Tony Hill. Both the Chair and Vice Chair were not in attendance at the Strategy Away Day.
- The final version of the document should be distributed to the whole of Council not to any sub-committee.
- Included within the document was a timetable of the work to finalise the updated 2014-19 Strategy. It was NOTED that Council would need to receive the document, once it is finalised, at least two weeks (including two weekends) prior to the next Council meeting on 6 July. This would mean the report being available on SharePoint and in the post by Friday 23rd June 2017.
- It was extremely important to marry up the strategy with financial outcomes and ensure all the objectives can be achieved.
- It was felt that the text developed on vision and mission needed further debate. The Vice Chancellor confirmed that this was a rough draft, put together for the document and was being looked at further via the Action Learning Sets.
- There was currently nothing included regarding the academic portfolio, the Vice Chancellor confirmed that titles of subjects hadn't been given but there was a planned programme of validation for new subjects and partnerships.
- On Internationalisation: excluding China and India, the biggest chunks of students would be coming from schools (and some Colleges) within the UK . Building links with those could be critical and cost effective.
- There was no mention of Alumni who were an extremely important stakeholder. Various agencies increasingly judge universities on how they manage alumni – which leads into fundraising.
- Change Management had now been re-labelled as Organisational Development. This was in light of the evolution of the strategy and mid-point stocktake.

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