

University Board

28 February 2020, 9:00 to 12:00

The Boardroom (P514), 5th Floor, Poole House, Talbot Campus

Attendees

Board members

Richard Conder (Chair), Paula Alliston (Professional & Support Staff Member), Jim Andrews (Chief Operating Officer), Ade Balogun (President, Students' Union at Bournemouth University), Nicholas Beal (Independent Board Member), John Beswick (Independent Board Member), Alistair Brien (Independent Board Member), Annette D'Abreo (Independent Board Member), Karima Fahmy (Independent Board Member), Lois Farquharson (Academic Staff Member), David Furniss (Independent Board Member), Karl Hoods (Independent Board Member), David Kane (Independent Board Member), Jean Lang (Deputy Chair), Sara Luder (Independent Board Member), Tim McIntyre-Bhatty (Deputy Vice-Chancellor), Tola Oloyede (Independent Board Member), Des Pullen (Independent Board Member), Tim Rees (Senate Member), John Vinney (Vice-Chancellor), Deborah Ward (Independent Board Member)

In Attendance

Stuart Laird (Director of Estates, Item 4.2), Yemi Oluseun (Board Apprentice, Observer), Geoff Rayment (Committee Clerk), David Reeve (Interim Director of Finance), Dr Neil Smith (Sustainability Manager, Item 4.2), Deborah Wakely (Clerk to the Board)

Meeting minutes

1 Welcome, Apologies and Declarations of Interests

19/115 The Chair welcomed Mr Reeve as recently appointed Interim Director of Finance.

19/116 Apologies were noted from Mr Stuart Jones (Independent Board Member).

19/117 Ms Fahmy declared a new interest as a Non-Executive at West and North West Cambridge Estates Board.

2 Minutes of the Previous Meeting

2.1 Minutes of the University Board Meeting, 22 November 2019 (Chair)

19/118 The minutes were **approved** as an accurate record.

2.2 Matters Arising and Actions Register (Chair)

19/119 The Actions Register was **noted** with all items being completed, ongoing or not yet due. On action 136 (Tianjin University of Technology) the COO explained that discussions were continuing with the Chinese Ministry of Education [Redacted]

19/120 On action 150 (to provide regular briefings to the Board on financial matters impacting on the sector), the Chair advised that PwC would provide a briefing to the Board at its May meeting, with a view to providing further briefings annually.

3 Context Setting and Update Reports

3.1 VC's Update Report (VC)

19/121 The VC provided an update on recent government changes following the ministerial re-shuffle, including the appointment of Michelle Donelan as Universities Minister reporting to Gavin Williamson as Secretary of State for Education.

19/122 The outcomes from the Teaching Excellence Framework (TEF) review were expected soon, with an OfS consultation taking place in April. Work continued to prepare for the Research Excellence Framework (REF) submission later in the year. OfS were expected to undertake a consultation on alternative admissions systems, including post-qualification or post-offer models.

19/123 On internal developments, postgraduate admissions for January had been good (650 against a target of 300), mainly international students in the Faculty of Management and Faculty of Science & Technology. Indicators for undergraduate recruitment also remained positive.

19/124 On student satisfaction, the National Student Survey (NSS) was now underway with a response rate approximately 7% higher than at the same point the previous year. The University was working to ensure consistent messages were delivered at programme level. Members asked about students returning from work placements. The VC explained that this was being managed through campus-based activities such as welcome events on return. Dr Farquharson explained initiatives which were taking place in the Faculty of Management including improved connectivity and integration throughout the whole academic year using a smart thinking tool.

19/125 The COO updated Members on the University's response to the Coronavirus outbreak. A cross-organisation group had been established under the University's Major Incident Plan. The University was following expert advice and was receiving briefings from Public Health England twice a week. Business travel to infected areas had been stopped and the Global Festival of Learning had been cancelled. Advice was being continually updated and communications with staff were ongoing.

Confidential

19/126 Turning to financial matters, the VC welcomed the work being undertaken by the IDoF to review the BU2025 Financial Plan. [Redacted]. The VC invited the IDoF to update the Board.

19/127 – 19/135 [Redacted]

3.2 OfS Reportable Events (VC)

19/136 The Clerk to the Board introduced this new standing report which would be made to ARG and the Board, setting out details of reportable events made to the OfS in accordance with the regulatory guidance. There was no OfS response in most cases and the University understood that this was to be expected as OfS would only follow-up reports where necessary. The report included one incident relating to a Health & Safety Executive investigation and further details on this would be presented to the next ARG meeting for consideration.

3.3 SUBU Update Report (SUBU President)

19/137 The SUBU President presented highlights of his report. The SUBU Trustees had received the interim report of its independent governance review which had made a number of recommendations including steps to achieve a more rigorous reporting and accountability regime. The Board had also agreed to proceed with incorporation, driven largely by the emerging risks of personal liability risk for all trustees arising from the SUSS pension scheme liabilities. A paper on this, with a revised Constitution, would be presented to the next meeting of the BU Audit, Risk & Governance Committee for consideration and, if appropriate, recommendation to the Board for approval.

19/138 The Full-time Officer elections were currently underway and a decision had been taken to move from 5 to 4 Full-time Officer roles. Key risks for SUBU overall were the potential risk of non-compliance regarding the right to work processes, which was being addressed as a matter of priority, and the HMRC's reclaim of VAT on catering in educational establishments which presented a potential liability to SUBU of £200,000. The NUS was lobbying HMRC on behalf of the Sector. The SUBU survey of student experience outcomes had been fed back to the relevant Departments. In terms of industrial action, work was ongoing to monitor any impact on students and SUBU worked with UET to manage this as appropriate. The Board **noted** the report.

3.4 Chair's Report

3.4.1 Board and Committee Memberships and Appointments (Chair)

19/139 The Chair tabled a paper setting out the recommendations from the Nominations Committee meeting held on 27th February.

Prof Vinney withdrew from the meeting.

19/140 The Board approved the appointment of the VC as Director of BU Innovations Ltd.

Prof Vinney rejoined the meeting.

Mr Furniss withdrew from the meeting.

19/141 The Board approved the appointment of Mr Furniss as an independent Board Member for a second term of three years commencing 29 February 2020.

19/142 The Board approved Mr Furniss remaining as Chair of Finance & Resources Committee until 31st July 2021.

Mr Furniss rejoined the meeting.

Mr Pullen withdrew from the meeting.

19/143 The Board approved the appointment of Mr Pullen as Deputy Chair of Finance & Resources Committee for a 3-year term commencing immediately on the expiry of his existing term 11 May 2020.

19/144 The Board approved the appointment of Mr Pullen as Chair of Remuneration Committee for a 3-year term commencing 29th February 2020 and noted that he would also become a member of Nominations Committee as a result of that appointment.

Mr Pullen rejoined the meeting.

Mrs Ward withdrew from the meeting.

19/145 The Board approved the appointment of Mrs Ward as Deputy Chair of the Remuneration Committee.

Mrs Ward rejoined the meeting.

3.4.2 Chair's Action, Written Resolutions and Use of the University Seal (Chair)

19/146 The report was noted. The DVC thanked Members for approving the proposal to tender for the contract to deliver the Registered Nurse Degree Apprenticeship programme. BU had been successful in the tender and co-awarded the programme with Southampton Solent University.

3.4.3 Summary of Development Reviews (Chair)

19/147 The Members noted the report and that the Chair and/or Deputy Chair would be in touch with those members who were due for a review to schedule individual meetings.

3.4.4 External Board Effectiveness Review (Chair/Clerk to the Board)

19/148 The Clerk to the Board introduced this report and explained that an independent review of the Board's effectiveness was undertaken every 4 years in accordance with the CUC HE Code of Governance. The significant changes in governance requirements and regulation since the previous

review meant that whoever undertook this new review needed to have a detailed understanding of the current OfS regime. [Redacted] A draft scope for the review was presented which covered governance around cash-flows as well as the OfS requirements. Remuneration Committee was not included within the scope for this review on the basis that it had recently been subject to separate specialist reviews by PwC. The Board **approved** the scope and appointment as set out in the paper, subject to the usual due diligence checks.

4 Other Matters

4.1 Key Performance Indicators (VC)

19/149 The VC highlighted key points of the KPI report. Industry engagement continued to improve with *Industry research grants and contract income* having increased by 48%. The proportion of non-UK students had increased and a further 2 Departmental Athena Swan submissions were being prepared. Research income continued to grow but targets remained stretching. As requested by Members previously, the previous critical mass diagram was shown alongside the latest one. Due to the changes in Departmental structures over this period however, it remained difficult to see the progress which had been made. This would be considered further as part of the forthcoming review of KPIs, along with the financial KPIs and 'people' metrics. Mr Furniss reminded Members that it had also been agreed that there would be a financial risk dashboard for FRC and that this could be added to the KPI report for the Board.

19/150 Members asked if there was any further clarity on the impact of Brexit. The DVC explained that, if Student Loan Company funding was withdrawn it would impact on approximately 200 students per annum. Possible alternative fee structures for EU students were being considered pending further information on future government approaches.

19/151 Prof Rees welcomed the increase in research bids but explained that sometimes it was challenging to identify sufficient support resources, for example research facilitators, and more/better resources would be required to support further growth. The DVC agreed that there was a time lag issue and variable levels of experience which were creating pinch-points in some areas. Prof Rees also noted that staff recruitment issues were creating challenges in some areas, with staff having to pick up additional teaching to cover vacancies, which impacted on the time available to conduct research.

19/152 The Board **noted** the KPI report.

4.2 Carbon Management Plan (CMP)

Mr Laird and Dr Smith joined the meeting.

4.2.1 CMP Annual Report (COO)

19/153 The COO presented the annual report on progress against the current CMP. In 2018/19 emissions reduced from the 2005/6 baseline by 45.6% against the target of 40% by 2020/21. Increasing student numbers and changes to the estate over the next two years would result in an increase in carbon emissions, however, estimates showed a reduction of 41.4% by 2020/21 was possible. The Board **noted** the report.

4.2.2 Outline of Refreshed CMP (COO)

19/154 The COO explained that, in light of the global position the Sustainability Committee and UET were seeking endorsement in principle of a target of net zero emissions by 2030. This would comprise carbon off-set measures as well as fundamental reductions. The previous BU2025 target was for a 50% reduction. An updated CMP based on this target would be presented to FRC in June for consideration before being submitted to the Board in July.

19/155 Members clarified that the suggested target remained an ambition rather than a firm plan, pending consideration of the details and potential impact, including the financial implications. Members asked

about the position regarding working with the University's supply chain, particularly accommodation providers. Dr Smith confirmed that all aspects of procurement were 'writ large' throughout the revised plan. Sustainability already formed an element of many contracts and new and additional requirements would be added as part of the revised CMP implementation. Student accommodation providers were not counted as part of the University's carbon emissions, but carbon management was still expected to be a commercial necessity for these companies. The University was seeking to be an exemplar within the region and achieve benefits through both student recruitment and research. The Board broadly **endorsed** the revised CMP in principle pending further consideration (including of the financial details) at the June FRC meeting, before final submission to the July Board.

Mr Laird and Dr Smith withdrew from the meeting.

4.3 Proposals for Fee Delegations (DVC)

19/156 The DVC introduced this paper. The decision on UK/EU undergraduate fees would not be delegated (this was linked to the approval of the Access and Participation Plan), just those decisions on fees set out in the table appended to the report (including post graduate and international fees). Discussions were ongoing as to the EU undergraduate fees and whether these would differ to UK fees in future and that would be presented to the Board in due course.

19/157 The Board **approved** the delegations illustrated in Table 1, Section 5 of the paper.

4.4 Institute of Aquatic Sciences Business Case (DVC)

19/158 The DVC explained that the BU2025 strategic investment fund would cover the first 3 years of this project's costs, after which it would be covered by the Faculty of Science & Technology. The business case had been recommended by the Finance & Resources Committee and the financial cash-flow profile revised to match the Board approved monthly cash flows. The IDoF confirmed that the project was affordable and within the agreed budget. It was a strong business case and the Institute was expected to generate £2.15 million over 5 years and provide a return on investment from year 3. Members asked whether the approval decision could be delayed pending consideration of the revised BU2025 Financial Plan as there were areas of uncertainty and the Board did not have full information about future spending plans. The DVC explained that the major cost was staff. It could be delayed, say by one year, however the income was available now, including from EU programs. Any delay would change the risk profile about accessing those funds. There was no immediate opportunity cost in so far as there were no other stronger, alternative project proposals ready for consideration and the DVC and IDoF confirmed that the Board would not be asked to make any further commitments to expenditure prior to approval of the budget for 2020/21 and the revised BU2025 Financial Plan. The Board agreed that a positive decision should be taken now rather than risk losing potential income.

19/159 The Board **approved** total project funding of £[Redacted] including VAT over a five-year period to enable the creation and operational implementation of the Institute of Aquatic Sciences at Bournemouth University (IAS-BU). ***[Clerk's post meeting note: this approval was subsequently put on hold by the Finance and Resources Committee meeting on 3 April 2020 in the light of financial challenges]***

4.5 Christchurch House Labs Phase 2 Business Case (COO)

19/160 The COO explained that this project was the only major estates investment which remained within the spending plans. Implementation would enable the University to exit from Bournemouth House and the costs were included in the approved alternative cash-flow plan. Timing was critical as the work could not be undertaken in term-time. The IDoF confirmed his support for the project and that it was within the cash-flow plans.

19/161 The Board **approved** funding up to £[Redacted] inclusive of VAT and including the £[Redacted] inclusive of VAT previously approved. The Board also approved funding of £[Redacted] inclusive of VAT for the purchase of the essential lab equipment as identified by the Faculty of Science and Technology

and the Faculty of Health and Social Sciences in the course of validation process for the biomedical sciences programmes. The purchase of capital equipment was to be funded via Non-Estates/IT Capital Budget.

4.6 **Horizon 2020 Grant: Centre for Applied Creative Technologies (DVC)**

19/162 The DVC presented this proposal to establish a research centre and fellowship programme for research training and development. Funding would be provided by a European Commission grant, industrial partners and BU matched funding. The project would provide for 6 research fellows, placed in industry. The IDoF confirmed his support of the project and that it was affordable within the cash-flows and advised that the EC funding would remain secure despite Brexit.

19/163 The Board **approved** commitment to the project and delegated authority for the Deputy Vice-Chancellor (or in his absence the Vice-Chancellor) to sign the grant agreement and all other documents associated with the CfACTs project.

4.7 **Response to the Consultation on the CUC's Revised HE Code of Governance (Clerk to the Board)**

19/164 The draft response to the CUC's consultation on its revised HE Code of Governance was taken as read and approved for submission on behalf of the Board. If Members had further points of detail they were invited to comment, either verbally or by e-mail after the meeting. One member commented that they strongly supported the comment in the draft response that the element entitled 'Reputation' should instead be re-titled 'Responsibility'.

4.8 **Nominated Officers' Reports (VC)**

Mr Andrews withdrew from the meeting (as a Director of BUCB and member of the Dorset LEP Board).

19/165 The VC explained that he was acting as interim Nominated Officer for BU Community Business Ltd (BUCB) and Dorset Local Enterprise Partnership (DLEP) pending a permanent appointment.

19/166 The Clerk to the Board explained an issue which had arisen concerning the BUCB lease. [Redacted]

19/167 The Board **noted** the Nominated Officers' reports and **approved** the appointment of the VC as interim Nominated Officer for DLEP and BUCB. The Board **approved** the recommendation that BUCB be asked to surrender, and accept a re-grant of, the lease of Chapel Gate with the correct 1954 Act notice having been served.

Mr Andrews re-joined the meeting

4.9 **Student Village Lease (COO)**

19/168 The COO explained that Plot O of the estate was currently occupied by BU for student accommodation, for which TVT had granted a 30-year lease. TVT were seeking to develop a digital village on part of Plot O (as well as the adjoining Plot P). The lease on Plot O ended on 7 January 2020. In light of their own plans to develop the site, TVT had now offered a short-term lease to 10 September 2022 (Heads of Terms were appended to the Board paper).

19/169 The Board **approved** the University taking a new lease of the Plot O (the student village) based on the Heads of Terms as presented.

4.10 **Plot R Lease (COO)**

19/170 The COO explained that BU was aware that TVT were seeking planning permission to site a temporary digital hub facility on plot 2 Plot R. BU entered into a 7-year lease with TVT on Plot R in May 2017 and TVT were now seeking to exercise a break clause immediately, waiving the 12-month notice period. This variation required Board approval. The COO confirmed that BU had no requirement for the

land and there were no significant financial implications.

19/171 The Board **approved** the recommendation for the immediate surrender of the lease of plot 2 Plot R.

4.11 Electric Car Chargers Lease (COO)

19/172 The Board **approved** the grant of a new lease to BCP for the continuation of the provision of two electric car charging points at Talbot campus.

4.12 Xerox Contract (COO)

19/173 The Board considered this paper which was presented on the recommendation of FRC and **approved** the award of a contract as set out in the paper. The Board **delegated authority** to the Chief Operating Officer and the Head of Procurement to award a contract to Xerox under the Crown Commercial Services RM3781 lot 2 and **delegated authority** to the Chief Operating Officer to sign the contract and any related documentation on behalf of the Board.

Committee Reports

4.13 Finance & Resources Committee (22 November 2019 and 31 January 2020) (Mr Furniss)

19/174 The FRC minutes were **noted**.

4.13.1 Management Accounts (IDoF)

19/175 The Management Accounts were **noted**.

4.14 Remuneration Committee (15 November 2019) (Mr Furniss)

19/176 The RemCom minutes were **noted**.

4.15 Honorary Awards Committee (21 November 2019) (Prof Conder)

19/177 The HAC minutes were noted.

4.15.1 HAC Terms of Reference (Prof Conder)

19/178 The Board **approved** the HAC Terms of Reference.

4.15.2 Honorary Award Nominations Process and Documentation for 2021 Call for Nominations (Prof Conder)

19/179 The honorary award process and documentation for 2021 nominations were **approved**.

4.16 Senate (30 October 2019) (VC)

19/180 The Senate minutes were **noted**.

4.16.1 Senate Terms of Reference (VC)

19/181 The Senate Terms of Reference were **approved**.

5 Any Other Business

19/182 The Chair thanked Ms Oluseun, Board Apprentice, as her 1-year term was now at an end and this was her last meeting.

6 Date of Next Meeting

Friday, 1st May 2020, 9.00am.