

## UNIVERSITY BOARD

## MINUTES OF THE MEETING HELD ON FRIDAY, 6 JULY 2012

- Present: Mrs S Sutherland (Chair).  
Mr J Andrews (Executive Director of Organisational Development); Mr C Appleton; Ms M Barron; Dr P Barnwell; Prof M Bennett (Pro Vice Chancellor); Mr I Carter; Prof R Conder; Mrs J Dawson; Mr J Francis; Prof C Hallett; Mr D Hines; Mr T Horner (Students' Union at Bournemouth University, President); Mr T Lee (Deputy Chair); Ms M Mayer; Prof T McIntyre-Bhatty (Deputy Vice Chancellor); Mr D McQueen; Mr D Reeve (Interim Director of Finance); Mr A Riggs (Executive Director of Finance & Performance); Prof E Rosser; Mr R Spragg; Prof J Vinney (Vice Chancellor); Mr D Willey (Deputy Vice Chancellor).
- In Attendance: Ms L Bryant (SUBU President Elect); Mr N Richardson (Clerk to the University Board); Mr G Rayment (Committee Clerk).
- Apologies: Mr J Granger; Dr J Knowles; Dr P Rawlinson.

*The Chair welcomed Mr Riggs to his first meeting of the Board. She also expressed the Board's thanks to the Dean and staff of the School of Applied Sciences for their pre-dinner presentation and exhibition on the work of the School.*

Declarations of Interest

*Mr Willey and Prof McIntyre-Bhatty declared that they were Directors of the University's subsidiary companies, BU Ltd and BU Innovations Ltd. Dr Barnwell and Prof Bennett declared their interest as Directors of BU Enterprise.*

**1 MINUTES OF THE PREVIOUS MEETING (27 April 2012)**

The Minutes were approved as an accurate record.

**1.1 Matters Arising**

- 1.1.1 Budgets (Minute 2.1): The Budget for 2012/13 was presented at Item 2.2 (below).
- 1.1.2 Key Performance Indicators (KPIs) (Minute 2.3.5): The Chair informed members that the first set of KPI monitoring data would be presented to the next meeting of the Board (November 2012). The Finance & Resources Committee (FRC) had considered the monitoring of research and enterprise income at its meeting on 1<sup>st</sup> June (see minutes Item 5.1 below) and data was included in the proposed new financial monitoring reports.
- 1.1.3 Estates and Information Services (EIS) Review (Minute 3.1.2): Mr McQueen informed members of the findings of the capability review, which had concluded that, whilst the senior IT management team comprised a number of capable individuals, the recruitment of a senior interim IT Director should be undertaken as soon as possible in order to ensure an appropriate level of leadership going forward. The Executive Director of Organisational Development (EDoOD) explained that a recruitment exercise was underway and that, in the meantime, a high level of support was being provided by the Finance team to assist with budgeting. Mr Spragg added that the Audit, Risk & Governance Committee (ARG) had considered a paper on IT risk management and was sufficiently reassured going forward (minutes, Item 5.2).

- 1.1.4 Development Funding Committee (Minute 5.4): The Chair informed members that Dr Knowles had agreed to take on the Chairmanship of the new Development Funding Committee (DFC). The Terms of Reference were presented for consideration at Item 4.2 (below).

## **2 STRATEGIC PLAN IMPLEMENTATION**

### **2.1 Strategic Delivery Plans 2018**

The Vice Chancellor (VC) presented summaries of the Strategic Delivery Plans for each School and Professional Service. These plans had been through several iterations and a robust process of scrutiny by the University Executive Team (UET). The summary plans had also been considered and endorsed by the FRC and had underpinned the budgeting process. Members noted that the plans contained relatively few references to teaching and the student experience. The VC confirmed that these concepts did indeed lie at the heart of the plans, but this may not have come through in the summaries. The Deputy Vice Chancellor (DVC), Prof McIntyre-Bhatty, explained that plans in respect of education and student experience would be considered annually by the Education & Student Experience Committee. The EIS Delivery Plan would be revised as necessary in line with the outcomes from the wider IT review. The Pro Vice Chancellor (PVC) added that work was ongoing to create and implement a regional plan with a view to strengthening the sharing of information and introducing a programme of 'selective outreach'. Members discussed the possible impact of changing immigration controls on the sector as a whole, in terms of both staff and student recruitment. The EDoOD confirmed that the University had good quality support on these matters from its in-house legal team. Additional external advice could be commissioned as and when required. The Board noted the Strategic Delivery Plans.

### **2.2 University Budget 2012/13**

- 2.2.1 The Interim Director of Finance (IDoF) presented the draft budget for 2012/13, as recommended for the Board's approval by the FRC at its meeting on 1 June 2012. The budgets had been prepared on a 'bottom-up' basis for each School and Professional Service and were informed by the detailed Strategic Delivery Plans. Each School and Service had been challenged on its initial draft budgets and strongly encouraged to confirm that they were realistic and achievable. Budgets in respect of research and enterprise income were also considered realistic and the IDoF explained that, in any event, failure to meet these income targets would have relatively little impact on the University's bottom line. Members noted the budgeting assumptions set out in the paper (para 1.2, (e) to (h)) and the overall budget outturn of £[confidential]. This was in line with the strategic plan and five year financial forecasts.

- 2.2.2 Members queried the increase in administration costs shown in the Budget Summary and the IDoF explained that the 2012/13 figure included part of the Fusion Fund as well as some specific costs associated with the School of Health & Social Care. Members also noted the capital investment set aside for the Business School and the IDoF explained that this was in respect of re-modelling work on the Christchurch House building. Members noted the sensitivity analysis and the mitigating actions previously agreed should the University fail to meet its student recruitment targets. The Budget for 2012/13 was approved.

### **2.3 Estates Development: Implementation Issues**

#### **2.3.1 Site Acquisition in Lansdowne**

- 2.3.1.1 The DVC (Mr Willey) introduced this report setting out current issues in respect of the acquisition of sites in the Lansdowne area. [confidential]

- 2.3.1.2 [confidential]

**ACTIONS:**

1. [confidential]
2. [confidential]
3. [confidential].
4. If necessary, arrange a special Board meeting, probably in September to review the Estates Plan.
5. Provide regular e-mail reports to the Board on developments as they progress.

**ACTION BY: EDoOD/COO****2.3.2 Hurn House**

The DVC (Mr Willey) presented this paper which sought the Board's approval to dispose of Hurn House (a University-owned hall of residence) through sale for the sum of £[confidential]. This offer had been accepted subject to contract. Members debated the implications of giving up the freehold on this site and also requested further assurances on whether the sale of Hurn House was the best option, for example compared to options for redeveloping the site (possibly through a joint venture). Other members felt that student accommodation was not part of the University's core business and that the offer should be accepted. In conclusion, it was agreed that before approving the sale of the site, a further paper should be produced (in consultation with an independent agent) and circulated to Board members evaluating the full range of options for developing the Hurn House site, including non-accommodation options. Where appropriate, Members of the Executive were asked to draw on Mr Granger's experience in this area.

**ACTION:**

To consult with Mr Granger as appropriate and to circulate a report to the Board setting out details of all the options available for the Hurn House site and making recommendations as appropriate.

**ACTION BY: EDoOD/COO****3 STANDING REPORTS****3.1 VC's Report****3.1.1 BU Update**

The VC presented his update report and highlighted the Government's response to two consultations: *Students at the Heart of the System* and *A new regulatory framework for the Higher Education (HE) Sector* (including measures to allow more providers into the sector). Student Number Controls for 2013/14 had been announced, with the number of 'marginal' places being reduced from 20,000 to 5,000. The threshold for unrestricted numbers was reduced from AAB+ to ABB+ (currently approximately 25% of the University's intake were ABB+). The VC also provided further information on the disappointing Times Higher League Table results, where the University had been disproportionately affected by a change in the methodology (although it was noted that there were a number of specific programmes which had achieved positive scores). The VC was confident that National Student Survey (NSS) scores, and consequently league table performance, would improve next year. Finally the VC briefly updated members on progress in producing the new Key Information Set (KIS) data and developments in government changes to immigration controls.

**3.1.2 Update on UET Structure**

The VC presented this paper for the Board's information, setting out the new, slimmed-down, UET structure. Members debated the expansion of the EDoOD's role to become the Chief Operating Officer (COO) with a number expressing concern that the post-holder would have to deal with a greatly increased remit. The Chair noted that the Remuneration Committee has also shared these concerns, but had been reassured by the Executive's intention to appoint a new senior management team (including, subject

to consultation, new Directors of IT and Estates) to support the COO. Other members endorsed the decision and felt it was appropriate for the COO to have this broader range of responsibilities provided there was sufficient support at senior management level. In conclusion the Board noted the proposals for the restructured UET, but asked that the VC keep the new arrangements under review in the coming months.

### **3.2 SUBU Update**

- 3.2.1 The SUBU President presented his update report for the information of the Board. He highlighted a number of achievements, including the Annual Review event, the NUS Student of the Year award (awarded to BU student Lisa Marshall) and plans to present two workshops at the NUS conference. Discussions were ongoing regarding the possibility of a new SUBU building on the Talbot Campus and the annual grant for 2012/13. Finally, he presented summary results of the '*How's SUBU for you?*' survey for 2011/12 which suggested that there were ongoing issues with Organisation & Management and Assessment & Feedback. Members noted the report.

### **3.3 Chair's Report**

- 3.3.1 Chair's Action and Use of the University Seal  
Members noted the report and joined the Chair in congratulating the University's procurement team on the good value it had achieved through the new power contracts.
- 3.3.2 Membership  
The Chair informed members that, due to other commitments, Prof Hallett was unable to continue on the University Board. Work to recruit a replacement member would, therefore, be undertaken over the summer.
- 3.3.3 Interim Board Review 2012: Terms of Reference  
The Chair presented proposed Terms of Reference for a light-touch interim review of the Board's effectiveness to be undertaken over the summer. This would be similar to a self-assessment survey used by the ARG to review its own effectiveness. It was also agreed that the FRC should undertake a similar self-assessment in Spring 2013. The Terms of Reference were approved.

**ACTION:**

Carry out the interim review of the Board's effectiveness as per the approved Terms of Reference and report to the next meeting of the Board.

**ACTION BY: Clerk**

- 3.3.4 Review of the Role of the Clerk to the Board

*The Clerk to the Board withdrew for this item.*

The EDoOD presented this report which set out the outcomes from the review of the role of the Clerk to the Board and actions agreed following that review. These included new processes for tracking actions arising from meetings and also proposals to pull together corporate governance support into a single, centrally-based team which would work closely with the Legal Services team. Whatever model was employed, the Clerk to the Board would continue to be an independently appointed post, responsible to the Board rather than the UET. Members noted the report.

- 3.3.5 Any Other Matters

The Chair informed members that, following feedback from members, the proposed Board seminar on challenges in the HE sector and the role of diversity was now expected to take place on a single day (rather than two) on 15<sup>th</sup> October, subject to confirmation with the facilitator (Mr Simon Fanshawe).

## 4 OPERATIONAL REPORTS & PROJECT UPDATES

### 4.1 Student Recruitment Update

- 4.1.1 The DVC (Prof McIntyre-Bhatty) presented this update report for the information of the Board. The overall position remained largely unchanged from previous updates. [confidential]. Targeted marketing was being employed to help increase student conversion rates. Clearing was due to commence on 14 August and a more dynamic process was being introduced, with more frequent updates during the course of the day. [confidential]. Members noted the report and requested further e-mail updates in August.

**ACTION:**

Circulate further e-mail updates to Board members on student recruitment for 2012/13.

**ACTION BY: VC**

### 4.2 Development Funding Committee Terms of Reference and Membership

- 4.2.1 The Chair presented draft Terms of Reference for the new Development Funding Committee, in accordance with the Board decision in April 2012. The Terms of Reference were approved and the Board also approved the appointment of Pro Chancellor Giles Sturdy to the Chair of the Development Advisory Board. Members noted that the name of this latter group is subject to change.

### 4.3 Report from the Change Management Board

The Board noted this update report presented by the DVC (Mr Willey) for information.

- 4.3.1 [confidential]

#### 4.3.2 HEFCE Financial Forecasts

The IDoF presented this return for the Board's information. As previously agreed, the return had been approved for submission to HEFCE by the FRC in order to adhere to the June deadline. The return was noted.

#### 4.3.3 Appeals & Complaints Annual Report

The Chair introduced this report, which was presented for the Board's information and to provide appropriate governance oversight. The DVC (Prof McIntyre-Bhatty) explained that the report had been considered in detail by the Education & Student Experience Committee (minutes of 28<sup>th</sup> March meeting, tabled). Academic appeals were largely procedural or due to mitigating circumstances which emerged after the assessment had taken place. This suggested that there was further work to do to ensure that students were aware of the policy and procedures for mitigating circumstances. The Office of the Independent Adjudicator (the appeal body) also published an annual report and it was agreed that this would be circulated to Board members in future for information. In general, the University's data was in line with the rest of the sector, with most complaints typically relating to accommodation or finance issues. Members noted the report.

**ACTION:**

Circulate the annual report of the OIA when it becomes available.

**ACTION BY: Clerk**

## 5 COMMITTEE REPORTS

### 5.1 Finance & Resources Committee (FRC) (1 June 2012)

The minutes of the meeting were noted.

5.1.1 Management Accounts April 2012

The Management Accounts were noted.

5.1.2 Summary Financial Reports

The FRC Chair welcomed the new reports and thanked Mr McQueen and the IDoF for their work in redesigning them. It was suggested that the Board might wish to have a special session in future to analyse them more closely. It was agreed that this would be the subject of a future CPD session.

**ACTION:**

To arrange a future CPD session on the new financial reports.

**ACTION BY: Clerk**

5.2 **Audit, Risk and Governance Committee (ARG) (22 June 2012)**

The minutes were noted. The Chair of the ARG highlighted the outcomes from the Committee's review of its own effectiveness.

5.2.1 Risk Register

The risk register was noted. The Chair of the ARG highlighted the changes to the format of the risk register agreed by the Committee going forward (in particular the inclusion of operational risks as well as strategic ones).

5.2.2 Review of Related Companies Policy & Procedures

The EDoOD summarised the proposed amendments to the Policy and Procedures which helped to clarify the areas of responsibility for each of the Board Committees. The proposed amendments were approved subject to agreement by the FRC at its next meeting.

5.2.3 Review of Anti-bribery Policy

The EDoOD presented the proposed amendments to the Policy & Procedures arising from the routine annual review (as required under Ministry of Justice guidelines). The amendments, as endorsed by the ARG, were approved.

5.2.4 Amendments to the Code of Practice on Freedom of Speech

The amendments to the Code of Practice, as agreed by the ARG and Senate, were approved.

5.3 **Enterprise & Commercialisation Task Group (ECTG) (1 June 2012)**

The minutes were noted.

5.3.1 Update Report

The Chair of the ECTG presented the final update report of the Task Group. Good progress had been made, particularly in respect of HEIF funding and the introduction of an open access IP policy. Independent Board members, whilst broadly supporting the shift to a knowledge exchange approach, had expressed some concern at the apparent complete loss of the concept of 'enterprise' and were keen that the University retain any particularly good enterprise opportunities. The PVC explained that the new IP Policy was still in development and would be available in draft form over the coming weeks. A robust process would be in place to ensure that the University did not unintentionally lose valuable assets. The draft policy would be shared with Mr McQueen and Dr Barnwell. The Chair thanked Dr Barnwell and all members of the Task Group for their work on this.

**ACTION:**

Circulate draft IP policy to ECT members and Mr McQueen for comment.

**ACTION BY: PVC**

**5.4 Remuneration Committee (5 July 2012)**

The Chair of the Remuneration Committee provided a verbal report on this meeting. The Committee had set remuneration levels which they felt were fair and in accordance with the process agreed by the Board in 2007. The EDoOD had been tasked with producing a report on incentive schemes within the sector for consideration by the Committee. Any future proposals would be brought to the full Board for consideration.

**5.5 Senate (20 June 2012)**

The minutes were noted.

**5.6 Academic Standards Committee (9 May 2012)**

The minutes were noted.

**5.7 Research and Knowledge Exchange Committee (18 June 2012)**

The minutes were noted. Some Members expressed concerns at the shift from 'enterprise' to 'knowledge exchange' and it was agreed to consider this further at the next meeting of the Board (see also 5.3.1 above).

**ACTION:**

Add item on R&KE to the November Board agenda.

**ACTION BY: PVC/Clerk**

**5.8 University Research Ethics Committee (11 June 2012)**

The minutes were noted. The PVC informed members that the review of research governance was nearing completion and that this would propose that the Committee continue under an independent Chair, with possible increased Board representation. Any proposals would be subject to Senate approval before being brought to Board.

**5.9 Education & Student Experience Committee (28 March 2012 and 30 May 2012 - Tabled)**

The minutes were noted.

**6 ANY OTHER BUSINESS**

**6.1** The IDoF informed Board members that a replacement bank loan facility would be required from January 2013. Options were currently being considered from two banks for a facility of up to £[confidential] over three years. The Board agreed that the details should be circulated to FRC members for approval out of committee.

**ACTION:**

To circulate details of new bank loan facility to FRC members for approval out of committee.

**ACTION BY: EDoFP**

**6.2** The Chair thanked departing members Mr Willey, Mr Horner, Mr Reeve and Prof Hallett for their contribution to the work of the Board and wished them every success for the future.

**7 DATE OF NEXT MEETING**

The next meeting of the Board will take place on **Friday, 16 November 2012**, preceded by a dinner on the evening of **Thursday, 15 November 2012**.