

## UNIVERSITY BOARD

## MINUTES OF THE MEETING HELD ON FRIDAY, 27 November 2015

Present:	Mrs S Sutherland	Independent Board Member <b>(Chairman)</b>
	Mr J Andrews	Chief Operating Officer (COO)
	Mr N Beal	Independent Board Member
	Mr G Beards	Director of Finance & Performance (DoFP)
	Mr A Brien	Independent Board Member
	Mr J Clark	Independent Board Member
	Mrs S Collins	Independent Board Member
	Miss A D'Abreo	Independent Board Member
	Mr T Irish	Independent Board Member
	Mrs J Lang	Independent Board Member
	Mr T Lee	Independent Board Member <b>(Deputy Chairman)</b>
	Prof T McIntyre-Bhatty	Deputy Vice-Chancellor (DVC)
	Dr F McMillan	Independent Board Member
	Dr P Rawlinson	Independent Board Member
	Prof E Rosser	Elected Senate Member
	Ms C Schendel-Wilson	President, Students' Union at Bournemouth University
	Dr R Scullion	Elected Academic Staff Member
	Dr C Shaw	Independent Board Member
	Mr D Skinner	Independent Board Member
	Ms A Stevens	Elected Professional & Support Staff Member
	Ms C Troy	Independent Board Member
	Prof J Vinney	Vice-Chancellor (VC)
In Attendance:	Mr S Laird	Director of Estates (Items 4.8 and 4.9)
	Mr G Rayment	Corporate Governance & Committees Manager
	Ms D Wakely	Clerk to the University Board
Apologies:	Prof R Conder	Independent Board Member

Declarations of Interest

*Mr Beards, Mr Clark and Professor McIntyre-Bhatty are Directors of the University's subsidiary company BU Innovations Ltd. Mr Lee is a Director of BU Enterprise Ltd and Mr Andrews (together with Mr Laird, item 4.8 and 4.9) are Directors of BU Residences Ltd. Mr Andrews is also a member of the Board of the Dorset Local Enterprise Partnership.*

**1 MINUTES OF PREVIOUS MEETINGS****1.1 Minutes of the University Board Meeting, 2 October 2015**

The minutes were approved as an accurate record.

**1.2 Matters Arising and Actions Register**

The Actions Register extract was noted. All outstanding items had been completed, were not yet due or were covered elsewhere on the agenda.

**2 CONTEXT SETTING AND UPDATE REPORTS****2.1 VC's BU Update Report**

2.1.1 The VC presented highlights of his report, beginning with external developments.

Members welcomed the announcement that the SHIVA project team from the University's National Centre for Computer Animation had won the Times Higher Education (THE) award in the *Outstanding innovation in teaching or research* category. The project developed software which enables students with disabilities to bring art to life by creating objects using eye gaze or touchscreen technology, before 3D printing the finished result.

- 2.1.2 The University's Annual Review 2015 had been published and copies were tabled for members.
- 2.1.3 The Higher Education Green Paper had been published and the consultation would run until 15<sup>th</sup> January 2016. The University's draft response would be shared with Board members before submission.

**ACTION:** To share the University's draft response to the HE Green Paper with Board members before submission.

**ACTION BY:** VC

- 2.1.4 A further technical consultation would take place in 2016 on the metrics to be used to inform the proposed Teaching Excellence Framework (TEF). The Green Paper also outlined proposals to merge the Higher Education Funding Council for England (HEFCE) and the Office for Fair Access (OFFA) into a new Office for Students. Another key proposal was the establishment of a single gateway for new HE providers to enter the sector and gain degree awarding powers.
- 2.1.5 The recommendations of Sir Paul Nurse's Review of Research Councils had been accepted by the government and a new single over-arching body to work across the seven Research Councils was planned.
- 2.1.6 The Government's Comprehensive Spending Review (CSR) had resulted in cuts of 17% to the Department for Business, Innovation and Skills (BIS) budget, which was less than the anticipated 25-40%. Members noted the potential impact on nursing students of the move from NHS student grants to loans. The impact of the cuts on the University's financial position was not yet known but it was expected to be spread across the life of the current parliament. 17% of the University's total income from HEFCE equated to approximately £1.2 million. The HEFCE grant for 2014-15 had been reduced in-year by £256,000, in line with the University's forecast.
- 2.1.7 Other measures arising from the CSR included the change to the age cap on new loans to postgraduates so they would be available to all those under 60, and the introduction of part-time student maintenance loans.
- 2.1.8 As requested by Members at the previous meeting, an analysis of the University's strategic position using Porter's 'Five forces of competition' model had been undertaken and was appended to the VC's report.
- 2.1.9 Members debated in general terms possible mechanisms for lobbying Government in light of the University's withdrawal from University Alliance. The VC explained that Universities UK (UUK) remained the primary representative group for the sector and many Universities had opted to be unaligned with any mission group. Alliances were developing, however, from individual partnerships based on, for example, research collaborations.
- 2.1.10 The VC Update Report was **noted**.

## 2.2 **SUBU Update Report**

- 2.2.1 The SUBU President presented highlights of her update report. These included continued support for student housing, the establishment of academic societies and student rep training. Work was also being undertaken to achieve NUS Alcohol Impact Accreditation.

- 2.2.2 The 'Go out and Talk' team had been established and was gathering detailed qualitative feedback on issues such as anonymous marking. Members noted the importance of feedback gained through SUBU and it was agreed to report further to the next meeting on how this data was used and how it could inform the University's response to the National Student Survey (NSS) results.

**ACTION:** To report back to the next meeting on the use of qualitative feedback collected by SUBU.

**ACTION BY:** DVC

- 2.2.3 The SUBU President's report was **noted**.

### 2.3 Chair's Report

#### 2.3.1 Chair's Action and Use of the University Seal

The Board **noted** the report

#### 2.3.2 Independent Board Review – delegated authority to approve terms of reference for the review

The Chairman informed Members of the plans to commission an independent review of Board effectiveness in 2016 in line with recommended best practice. An on-line survey of members would be undertaken to inform the terms of reference for the review. The Board **noted** the proposals and **approved** the request that the Audit, Risk & Governance Committee (ARG), in consultation with the Chairman, be given delegated authority to approve the review terms of reference on behalf of the Board. It was also **agreed** that the terms of reference should include a requirement for the independent reviewer to attend a Board meeting.

**ACTION:** ARG to approve terms of reference for the Independent Board Review on behalf of the Board, informed by an on-line survey of members. Terms of Reference to include attendance at a Board meeting by the consultant carrying out the review.

**ACTION BY:** Clerk to the Board

## 3 STRATEGIC MATTERS

### 3.1 Key Performance Indicators

- 3.1.1 The DVC presented the KPI report as at November 2015. Estimated student enrolment figures showed an increase of 3% on the previous year. Academic staff with doctorates had improved by 4% since the previous report and the fact that 13% of staff members were currently registered on research degrees indicated that the target would be met or exceeded if these staff completed their degrees. The main challenge to achievement of the Academic Strength KPI continued to be student mobility (PI 7) but this was expected to show improvement over the coming years through the activities arising from the Global Engagement Plan. Members asked that further details of plans to achieve the Academic Strength KPI be brought to the next meeting of the Board. The other key challenge was the NSS scores (item 3.2 below).

**ACTION:** To report to the next meeting on plans to achieve the Academic Strength target of 100% by 2018.

**ACTION BY:** DVC

- 3.1.2 Members noted the continued importance of teaching qualifications (PI 6) given the proposed Teaching Excellence Framework and potential impact on student satisfaction. This currently stood at 59% against a BU2018 milestone of 100% and a sector average

of 25%. Members debated whether there was evidence of a direct correlation between teaching qualifications and NSS scores. The academic staff representative also emphasised that HEA fellowships were awarded to improve professionalism among academics who met the criteria for membership, with any impact on NSS scores being incidental.

- 3.1.3 Members also noted that the NSS KPI target for 2018 was 84%, although the sector average was now 86%. To help inform the Board's consideration of the KPI report, it was agreed that benchmarking information on sector averages should be added where available. Members also requested that the Vice-Chancellor consider whether some BU2018 targets required reviewing in the light of changes in the external position, for example, the NSS KPI target.

**ACTION:** Future KPI reports to include an additional column with benchmarking data for the sector where available.

**ACTION BY: DVC**

**ACTION:** To consider whether a review of some BU2018 targets was required in the light of changes in the external position.

**ACTION BY: VC**

### 3.2 National Student Survey

- 3.2.1 The DVC presented this report which provided an analysis of the 2015 NSS results and the University's response. Overall student satisfaction had declined by 1% to 79% against a static sector average of 86%. This was particularly disappointing in light of the high levels of capital and intellectual investment. For example, the score for learning resources had fallen by 2% despite considerable investment in this area by the University over the past 2 years, giving rise to the suggestion that rising student expectations may now be outstripping investment.
- 3.2.2 The strategic importance of the NSS scores was expected to continue in light of the proposed TEF which would possibly include some component questions from the survey amongst its metrics. In terms of mechanisms for gathering student feedback, the University had reviewed its deliberative committee structure and the introduction of Faculty level Education & Student Experience Committees, along with the existing Student Voice Committee provided additional forums for debating the issues. Improvements to *assessment and feedback* were continuing, for example through the ongoing consideration of anonymous marking to counter perceptions of bias. The NSS results had been discussed extensively at all levels and the discussions would inform the Education & Student Experience Plans developed by Faculties and Professional Services.
- 3.2.3 Turning to the Analysis of results by Department, Members noted the particular decline in the Faculty of Science & Technology. The DVC confirmed that the Executive were challenging those Departments which had seen particular downturns in overall satisfaction scores. Members expressed the view that the relationship between individual students and staff members was an important underlying factor. Members debated the impact of placements on student satisfaction. It was noted that strong placements could impact on students' expectations and cohort identity. The DVC explained that placement experiences were explored through the optional survey questions, with impact varying depending on whether it was long or short placements.
- 3.2.4 The Board **noted** the report.

## 4 OPERATIONAL MATTERS

### 4.1 Annual Report on the Activities of Senate

- 4.1.1 The VC presented this report which provided a detailed overview of Senate activity during 2014/15. In response to the good practice recommendations of the CUC HE Code of Governance, this year's report had been extended to include details of the activities undertaken by the main Senate sub-committees, including the approvals made by the Academic Standards Committee and details of current academic partnerships. The revised Senate Committee structure was presented with the report and the VC reminded Members that they were welcome to observe any meetings of Senate or its committees. Any requests to do so should be made via the Secretariat. Prof Rosser pointed out that the reference to academic pay progression at page 56 of the packs ('Other issues considered by Senate') should be corrected to 'Standard Academic Profile'.
- 4.1.2 Members noted the report of the Education & Student Experience Committee and the decision to add the number of plagiarism offences which had taken place during the year to each Faculty Handbook. Asked whether this suggested any particular issues in respect of plagiarism, the DVC explained that there were clusters of cases but institutional levels were not high. Self-plagiarism continued to be an issue, particular for some international students. The University employed analytical software which was helpful in identifying suspected cases of plagiarism as part of the assessment process.
- 4.1.3 The Board **noted** the report.  
(Secretary's note: it was noted that there were typographical errors in Appendix 2 on page 72 where there were inconsistencies between two columns. The correct descriptor was bilateral agreement (Erasmus) as shown in column 4 not Articulation as listed in column 3 and the corrected version will be circulated with the minutes).

#### 4.2 **Annual Report on Partnerships**

The DVC presented this report which had been prepared in response to the CUC Code of Governance requirement that the Board should have oversight of all major academic partnerships involving significant institutional-level risks. The report took a broad view of this requirement by providing assurances based on academic partnerships and significant non-academic partnerships that had the potential to impact on academic activity. The report also set out the systems and processes for both authorisation and management of risk and the Board's role in that. The Board **noted** the report.

#### 4.3 **Annual Accountability Return (including internal and external audit reports and VfM report)**

- 4.3.1 The DoFP presented this return, which was recommended to the Board for approval by the Audit, Risk & Governance Committee. Three elements of the return – the Financial Statements, ARG Annual Report and the Annual Sustainability Assessment – were presented as separate agenda items (below).
- 4.3.2 The Board **approved** the annual accountability return for submission to HEFCE.

#### 4.4 **Annual report on the Audit, Risk and Governance Committee**

- 4.4.1 Ms Troy presented the Committee's annual report on behalf of the ARG Chairman. She highlighted the Committee's focus on governance matters during the year, with regard to the CUC Code of Governance and the review of the University's key constitutional documents. No issues had been highlighted in the external auditors' annual report and management letter. The Committee had welcomed the Internal Auditors' report, noting in particular the substantial assurance received in respect of the University's risk management processes. There were no exceptional issues to report.
- 4.4.2 The Board **noted** the report.

#### 4.5 **Financial Statements 2014/15**

- 4.5.1 The DoFP presented the Financial Statements for approval on the recommendation of

both ARG and the Finance & Resources Committee (FRC). The accompanying summary highlighted the University's continued improved financial health with a pre-FRS17 operating surplus of £5.72million. Cash reserves had reduced by £6.8million following investment in new fixed assets. The full £20million revolving credit facility remained available and long-term debt had reduced by £1.0million for the second year running. The Local Government Pension Scheme (LGPS) deficit, however, had increased by £9.99 million and continued to be a concern for future years with the risk of employers' contributions increasing further after the current agreement ends in April 2017.

4.5.2 The Board **approved** the Financial Statements for 2014/15.

#### 4.6 **Financial Sustainability Report**

4.6.1 The DoFP presented the Annual Sustainability Assurance Report which was an optional element of the Annual Accountability Return, designed to provide evidence and assurance to the Board on the Institution's financial sustainability. The University's Margin of Sustainability and Investment (MSI) ratio for 2014/15 was 11.5% against a target of 11%, and an increase on the 2013/14 ratio of 9.6%.

4.6.2 The Board **approved** the Annual Sustainability Assurance Report for 2014/15.

#### **Commercial in Confidence**

##### 4.7 **Student Journey Project**

4.7.1 The COO presented this update report. The mitigation plan had been successfully implemented for confirmation and clearing, providing assurance that the SITS student record system was effective and able to generate the planned efficiencies. However, additional costs had arisen, including those for project management and system testing, which resulted in the need for additional programme funding [Confidential minute].

4.7.2 Dr Rawlinson explained that the FRC had been disappointed at the need for an increased budget to cover these additional costs, but felt that the evidence showed that the programme would deliver student benefits and process improvements and it was right, therefore, to continue the project. On this basis, the Committee was content to recommend the approval of the additional funding request to the Board. The Chairman noted that regular project updates continued to be presented to every meeting of the FRC and the ARG also received regular reports in respect of the project via the risk management process.

4.7.3 The Board **noted** the report and **approved** the recommendation for a Student Journey Programme budget increase of [Confidential].

*Mr Laird joined the meeting.*

#### **Commercial in confidence**

##### 4.8 **Lansdowne Development Project**

4.8.1 The COO presented this update report on commercial aspects of the Conditional Land Swap Agreement with Threesixty Developments Ltd (formerly Knightsbridge Student Housing)/Oaktree and the business case for the next phase of the project. As reported to the FRC, an issue had been raised concerning overage charges which had led Threesixty Developments Ltd to propose a more complex arrangement for the land swap. A simpler agreement was now being negotiated which it was hoped would allow the University to purchase the St Paul's site at a price not exceeding [Confidential minute]. Both parties would continue to co-operate on the planning application and a call option would be included on the 21 Lansdowne site for student accommodation (subject to planning permission).

4.8.2 The Outline Business Case set out the requirement for Phase 2 project funding

[Confidential minute]. The Board were asked to delegate authority to the FRC to approve the business case subject to satisfactory conclusion of the land swap agreement, including associated due diligence.

- 4.8.3 The Board **noted** the update and **delegated authority** to the FRC to approve the decision to complete the relevant agreements in accordance with the principles set out in the paper and following appropriate due diligence. The Board also **delegated authority** to approve the business case in the sum of [Confidential] as above subject to satisfactory conclusion of the agreements and the associated due diligence. The COO would notify all Board Members by e-mail of the outcome.

**ACTION:** To notify all Board Members, by e-mail, of the outcome.

**ACTION BY:** COO

#### 4.9 **Poole House Reconfiguration Project Business Case**

- 4.9.1 The COO presented this report and business case seeking approval for funding to proceed with the reconfiguration of the single storey elements of Poole House. These works were essential to enable other Talbot campus developments as set out in the Estates Development Framework (EDF), including the demolition of Tolpuddle House to make room for Fusion Building 2 and the creation of space to accommodate other moves including from 21 Lansdowne. The total funding requested was [Confidential minute]. The balance would be funded from other allowances for Poole House investment. This would not impact on the minor works programme to 2020.
- 4.9.2 Members noted that FRC had received assurance that this project remained affordable and was the next most urgent priority in the EDF.
- 4.9.3 Members noted the requirement which had emerged to replace the Poole House main electrical switchgear. Mr Laird confirmed that this did not create any immediate compliance issues, but would need to be completed as a separate project at some point over the next 5 years.
- 4.9.4 The Board **approved** the business case for the reconfiguration of Poole House at a total cost of [Confidential], on the recommendation of the FRC.

*Mr Laird withdrew from the meeting.*

#### 4.10 **Nursery Lease**

The Board **approved** the proposal to re-contract with Bright Horizons Family Solutions Ltd for the provision of day nursery services on the recommendation of FRC. Bright Horizons would hold an underlease for the use of specified rooms in Talbot House for the provision of these services until 30 July 2022. The Board noted the additional information provided in response to FRC's request for confirmation of compliance of these arrangements with procurement procedures.

#### 4.11 **Bus contract**

The Board **approved** the proposal to contract with Go South Coast Ltd for 2015/16 to a value of [Confidential] via a contract variation on the recommendation of the Finance and Resources Committee.

#### 4.12 **Review of Articles and Instrument of Government and Scheme of Delegation**

- 4.12.1 The Clerk to the Board presented this report and highlighted the outcomes from the consultation with the Privy Council's advisers on the draft amendments to the Instrument and Articles of Government previously agreed by the Board. Three minor amendments had been proposed relating to the removal of date clauses and the

definition to explain the change of terminology from “teacher” to “academic”.

4.12.2 The Board unanimously **approved** the revised draft Articles, Instrument and Board Resolution for formal submission to the Privy Council and authorised the Chairman and the Vice-Chancellor to witness the application of the seal on the resolution at the close of the meeting.

4.12.3 The Clerk to the Board also presented the revised Scheme of Delegation for approval on the recommendation of the ARG. The document had been substantially reviewed in light of the revised Articles of Government and would be presented for review on an annual basis in future. The Scheme of Delegation was **approved**.

#### 4.13 **Review of Anti-Bribery Policy & Procedures**

4.13.1 The Anti-Bribery Policy & Procedures were approved without amendment (except the usual updating of the Transparency International Corruption Perceptions link) on the recommendation of the ARG.

#### 4.14 **Review of Code of Practice on Freedom of Speech**

The amendment to the Code of Practice on Freedom of Speech was **approved** subject to the following revision to the second sentence: “*In addition, any event taking place away from the University’s premises which is held in the University’s name, affiliated with or funded in whole or in part by the University...*”. It was clarified that, where a speaker from the University attended an event at another Institution, they would be covered by both Institutions’ policies. A further report on the University’s Prevent duties would be presented to the next meeting of the Board.

**ACTION:** To present a report on Prevent duties to the February 2016 meeting of the Board.

**ACTION BY:** COO

#### 4.15 **Nominated Officers’ Report**

The Board **noted** the Nominated Officers’ Report and **approved** the Exit Report for BU Residences Ltd.

#### 4.16 **Senior Post Holders’ Policy**

4.16.1 The Chairman presented the proposed *Suspension and Disciplinary Procedures for Holders of Senior Posts* which would replace the relevant out-of-date sections removed from the Articles of Government. They had been drafted by an external employment solicitor and amended following discussion with the Chairman, Nominations Committee and HR advice. If approved they would come into force with effect from the date on which the new Articles of Government came into force.

*Members of the Executive and the Clerk to the Board left the meeting for the discussion and approval as the Policy would apply to them.*

4.16.2 The procedure was **approved** subject to the following amendments:

- Sections 2.1 and 2.2: review the wording to clarify who may also take legal advice or any other assistance which they reasonably required (i.e. that it refers to the individual suspending).
- Amend Section 3.6 to read “*The Disciplinary Panel will comprise three independent Members of the Board or two Independent Members and one external appointee. Panel Members cannot have taken the original decision to suspend and cannot be the Appointing Officer or the investigator. The holder of*



*a senior post will be...*

**4.17 Printed Journals Framework Agreement**

The Board **approved** the proposal to award a Framework Agreement for Printed Journals (Periodicals) for 4 years commencing 1 December 2015 to EBSCO. The total estimated contract value over the 4 year period was [Confidential].

**4.18 Annual Report on Student Appeals and Complaints**

The Board **noted** the report on Student Appeals and Complaints and welcomed the assurance provided by the letter from the Office of the Independent Adjudicator (OIA).

**4.19 Annual Report on Student Welfare and Wellbeing**

The Board **noted** the report. The COO agreed to provide further information to a future Board meeting on the possible reasons for, and the University's response to, increasing numbers of students using Additional Learning Support and the potential challenges to staff.

<b>ACTION:</b> To report on the increasing demand for Additional Learning Support.
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<b>ACTION BY:</b> COO
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**5. COMMITTEE REPORTS**

**5.1 Audit, Risk & Governance Committee (10 November 2015)**

The minutes were noted

**5.1.1 Risk Register**

The risk register was noted.

**5.1.2 Delegated authority to appoint external auditors**

It was **agreed** that the tendering process for the provision of external audit services would proceed, with the long-list of possible providers being reported to the February meeting of the Board before delegated authority was given to the ARG to make the final appointment.

**5.2 Finance & Resources Committee (23 October 2015)**

The Minutes were noted.

**5.2.1 Management Accounts**

The Management Accounts were noted.

**5.3 Development Funding Committee (2 October 2015)**

The minutes were noted.

**5.4 Senate (28 October 2015)**

The minutes were noted.

**6. ANY OTHER BUSINESS**

Dr Scullion invited any members who wished to observe a lecture or seminar (particularly in the Faculty of Media & Communication) to contact him directly (or via the Clerk) to make the necessary arrangements. Board Members were also welcome to attend his Department's annual student conference which would be taking place on 18<sup>th</sup> May at the Executive Business Centre.

**7. DATE OF NEXT MEETING**

The next Board Meeting will take place on Friday, 12th February 2016.

Clerk to the University Board  
November 2015

Approved as a true and accurate record:

..... Date:..... November 2015.....

Mrs S Sutherland (Chair)