

UNIVERSITY BOARD

MINUTES OF THE MEETING HELD ON FRIDAY, 25 November 2016

Present:	Prof R Conder	Independent Board Member (Chair)
	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
	Miss A D'Abreo	Independent Board Member
	Mr T Irish	Independent Board Member
	Mr S Jones	Independent Board Member
	Mrs J Lang	Independent Board Member
	Mr T Lee	Independent Board Member (Deputy Chair)
	Prof T McIntyre-Bhatty	Deputy Vice-Chancellor (DVC)
	Dr P Rawlinson	Independent Board Member
	Prof E Rosser	Elected Senate Member
	Mr D Asaya	President, Students' Union at Bournemouth University
	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 G Rayment	Corporate Governance & Committees Manager
	Ms D Wakely	Clerk to the University Board
Apologies:	Mr J Clark	Independent Board Member
	Mrs S Collins	Independent Board Member
	Mr D Kane	Independent Board Member

Declarations of Interest

Mr Beards and Professor McIntyre-Bhatty are Directors of the University's subsidiary company BU Innovations Ltd. Mr Andrews is a member of the Board of the Dorset Local Enterprise Partnership. Dr Rawlinson is a Non-Executive Director of Dorset Healthcare University NHS Foundation Trust.

1 MINUTES OF PREVIOUS MEETINGS**1.1 Minutes of the University Board Meeting, 7 October 2016**

The minutes were **approved** as an accurate record, subject to correcting the attendance list to show that Dr Rawlinson was present for items 1 to 4 (rather than 1 to 3).

1.2 Matters Arising and Actions Register

The Actions Register extract was noted. All outstanding items had been completed, were ongoing, 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 update report. A consultation on possible changes to immigration rules for international students and staff was expected to be published in

the next few weeks. The Higher Education (HE) and Research Bill was proceeding through Parliament and some positive amendments had been proposed.

- 2.1.2 On the Teaching Excellence Framework (TEF), the data pack had been prepared for the University and work was progressing on the 15 page narrative to accompany it. [confidential]
- 2.1.3 Turning to internal developments, preparations had begun on BU2025 with consideration of performance against the BU2018 KPIs. This outline vision would be presented to the February 2017 strategic planning meeting of the Board which would also consider the values and mission for the University. Members were invited to let the VC know if there were any other issues they felt should be covered at that first session.
- 2.1.4 [confidential]
- 2.1.5 The VC tabled the University's Annual Review publication for the Board's information.
- 2.1.6 The VC's Update Report was **noted**.

2.2 **SUBU Update Report**

- 2.2.1 The SUBU President presented highlights of his update report. Black History Month had been celebrated through several events. A film screening and discussion had taken place in response to concerns about the inappropriate use of fancy dress at SUBU's Summer Ball. Other events included a conference entitled "Liberation in Higher Education," and the first ever SUBU BME Awards Night attended by approximately 300 students from different nationalities.
- 2.2.2 The COO noted that the University had been made aware of an incident at the SUBU Summer Ball and would check what actions had been taken by SUBU to deal with such issues at their events. The COO also noted that the University had an ongoing programme of diversity and equality monitoring and activity and had become a Member of the Equality Challenge Unit (ECU)'s Race Equality Charter. The COO offered to arrange circulation to the Board of the Equality and Diversity reporting which had been provided to the Finance and Resources Committee. [Clerk's note: circulated post meeting].
- 2.2.3 The SUBU President had also met with the University's local Member of Parliament to discuss students' representation. Members asked why the Summer Ball had been less financially successful this year and the SUBU President explained that this was due to the proliferation of competing festivals being held in the area this year. Dr Rawlinson noted the update on SUBU's 'know your blood group' campaign and suggested that there might be opportunities to partner with the Stroke Association's 'know your blood pressure' campaign. He offered to act as a contact point if the SUBU President wished to explore this further.
- 2.2.4 Members also welcomed the VP Welfare's report on the 'Safe Measures, Safe Freshers' campaign, linked to the NUS' alcohol impact initiative. The SUBU President explained that feedback on the campaign was now being collected and that there had been no major alcohol related incidents. The Professional & Support Staff Member was able to confirm that there had been no incidents out of the norm and that the number of complaints about noise issues had reduced this year.
- 2.2.5 The SUBU President's report was **noted**.

2.3 **Chair's Report**

2.3.1 **Appointment of an Academic Staff Member to the Board**

Following the outcome of the recent election process, the Board **approved** the appointment of Professor Jens Holscher to the Board as Academic Staff Member for a term of three years commencing on 26th November 2016.

2.3.2 **Chair's Action and Use of the University Seal**

The Board **noted** the report

3 STRATEGIC MATTERS

3.1 **Key Performance Indicators**

3.1.1 The VC presented the KPI report and explained that the methodology for measuring KPI 1 (academic strength) included the capping of each Faculty's performance once the target had been met (i.e. no over-achievement was counted). This would continue, but in future the reports would also note for information the uncapped figures to show the impact of over-achievement on the academic strength PIs.

3.1.2 The KPI 2 (overall student satisfaction) score included the impact of the improved NSS results but at 82% remained short of the 83% target for 2016/17.

3.1.3 On KPI 4 (average UCAS tariff points), the indicator had increased from 309 to 312, following the increase in applications from ABB+ students. However, the VC explained that anticipated future changes to 'A' levels may result in a drop in tariffs so there was no intention to re-base this indicator. BTEC students continued to be considered favourably.

3.1.4 The report also included a detailed analysis of the NSS results for 2016. Members noted that a small number of particular programmes were achieving low satisfaction scores, some of which had previously rated highly. Members discussed the sensitivity of NSS scores and how programmes could suffer from short-term falls in scores due to particular circumstances (such as staff illness), but subsequently recover. Operational delivery issues could also impact upon scores, along with very high student expectations or programmes which did not fully meet the concept of the University's Fusion process in all of its dimensions. Of the poorly performing programmes highlighted in the report, one was being discontinued and the others were reviewing their curricula. The focus would be on providing not just quality but also consistency going forwards.

3.1.5 The Board **noted** the report.

3.2 **Carbon Management Plan**

3.2.1 The COO presented the Carbon Management Plan, which updated the previous Plan approved by the Board. This provided revised targets which recognised the increased student numbers and size of the estate. The budget was within the approved financial envelope of the Estates Development Framework.

3.2.2 The Board **approved** the revised Carbon Management Plan.

4 OPERATIONAL MATTERS

4.1 **Annual Report on the Activities of Senate**

4.1.1 The Chair reminded Members of the new HEFCE requirement that the Annual Assurance Statement now include a new Part II in respect of academic governance (the Statement was tabled). As previously agreed a small Board Working Group had been formed to consider the evidence to support this statement for 2016, and the ARG had previously considered the underpinning processes at its meeting on 4 November 2016. The assurance statement had to be submitted to HEFCE by 1st December with the Annual Accountability Return, although it was noted that there was an option for 2016 to provide partial assurance in respect of part II, together with a timed action plan setting out how the Board would obtain full assurance. Having reviewed the evidence, however, the Working Group did not believe this was necessary.

- 4.1.2 The VC explained that the new requirement arose from the policy shift away from regular QAA inspections of all Institutions every 4 or 5 years to a new focus on higher risk providers. In turn this led to an expectation of greater Board involvement in academic oversight across the Sector. The University had been inspected by the QAA in 2013 and received a positive report. HEFCE's 2016 quinquennial review of the University had also resulted in no recommendations. The annual Senate report now provided the basis for the Board's assurance on academic governance. In addition, the independent review of Senate's effectiveness was currently being undertaken and was expected to report in the Spring. The report noted that following a question by the Board Working Group the Executive had also agreed to consider further the potential role of Internal Audit.
- 4.1.3 The Senate representative confirmed that she was confident that the annual report was comprehensive and underpinned by an effective quality assurance process with detailed scrutiny taking place at Faculty level and Institutional level via Senate and its standing committees.
- 4.1.4 Members noted the complexity of the Senate structure and processes although the VC explained that an Institution of this size did require detailed oversight. The independent Senate review would consider the committee structure and reporting lines and may result in recommendations for possible changes.
- 4.1.5 Members asked about assurances in respect of international partnerships and the DVC explained that the University did not deliver programmes overseas. Partnerships were managed through the International and UK Partnerships Committee (IUPC) and comprehensive and robust scrutiny was undertaken before committing to any contracts with partner institutions.
- 4.1.6 The Chair thanked the members of the Working Group for their assistance in interpreting the new HEFCE requirement and contributing to the review this year. The Board noted that the report mapped the sources of evidence and the action plans underpinning the processes considered by ARG and that the detailed evidence and plans had also been made available to the Board. The most effective way of meeting the ongoing requirements would be kept under review together with any feedback from HEFCE.
- 4.1.7 The Board **noted** the report and **approved** Part II of the annual assurance statement.

4.2 **Annual Report on Partnerships**

- 4.2.1 The DVC presented the Annual Report on Partnerships and explained that it was a requirement of the CUC Code that the Board have oversight of high-risk partnerships and that the Executive had interpreted this broadly to ensure that it caught those potentially impacting on academic activity as well as pure academic partnerships reported on via the Senate report. The report included details of the status of partnerships associated with the Lansdowne development project and the Student Journey Project. The University Executive Team had reviewed the current partnership arrangements and approval mechanisms and concluded that a mature system for effective oversight was in place and being reported upon.
- 4.2.2 The Board **noted** the report.

4.3 **Annual report on the Audit, Risk and Governance Committee**

- 4.3.1 Mrs Lang presented the Committee's annual report to the University Board and the Accountable Officer which had been approved at its meeting on 4th November 2016. The Board noted the formal opinions of the Committee which were positive and that the report would be submitted to HEFCE.
- 4.3.2 The Board **noted** the report.

4.4 **Annual Accountability Return (including internal and external audit reports)**

- 4.4.1 The DoFP presented this return, which was recommended to the Board for approval by the Audit, Risk & Governance Committee. Three further elements of the return – the ARG Annual Report, the Financial Statements and the Annual Sustainability Assessment – were presented as separate agenda items (4.3, 4.5 and 4.6).
- 4.4.2 Members noted the external auditors' annual report and that it identified no internal control issues. The Chair congratulated the DoFP and his team on the receipt of a clean audit report with no management letter points. Members also noted the annual internal audit report and the annual opinion.
- 4.4.3 The Board **approved** the annual accountability return for submission to HEFCE.

4.5 **Financial Statements 2015/16**

- 4.5.1 The DoFP presented the Financial Statements for approval on the recommendation of both ARG and the Finance & Resources Committee (FRC). Total income had increased by 11.5% and the report included a breakdown of the movement in the operating surplus, both before and after adjustment for pension liabilities, with a pre-FRS17 operating surplus of 4.4% of income. Further detailed information on pension liabilities was contained in the report. The external auditors had noted that the long-term salary assumption of 3.7% used by the actuaries was towards the higher end of the acceptable audit range. Following further sensitivity analysis from the actuaries the University had left this assumption unchanged.
- 4.5.2 The Board **approved** the Financial Statements for 2015/16.

4.6 **Annual 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.
- 4.6.2 The Board **approved** the Annual Sustainability Assurance Report for 2015/16.

4.7 **Review of Anti-Bribery Policy & Procedures**

- 4.7.1 The Anti-Bribery Policy & Procedures were **approved** without amendment (apart from the annual updating of the Transparency International Corruption Perceptions link once available) on the recommendation of the ARG.

4.8 **Annual Report to HEFCE on Prevent**

- 4.8.1 The COO presented this report and reminded Members of the related amendments to the Code of Practice on Freedom of Speech which had been previously approved by the Board. The report had been discussed and agreed by UET, Senate and ARG. It included information on communications and training in relation to Prevent duties. There had been a large amount of engagement with the new requirements across the Sector with many other Institutions taking similar approaches.
- 4.8.2 The Board **approved** the report and appendices for submission to HEFCE.

4.9 **Scheme of Delegation**

- 4.9.1 The Clerk to the Board advised Members that the Scheme of Delegation had been subject to a thorough review at the time of the review of the Articles of Government and no further amendments were proposed at the current time. This approach had been supported at ARG. It would be reviewed again following the completion of the Independent Senate review in 2017, in the event that this recommended any changes to responsibilities or reporting lines in respect of Senate or its committees.
- 4.9.2 The Board **approved** the Scheme of Delegation without amendment.

4.10 **Financial Regulations**

- 4.10.1 The DoFP presented this report which proposed amendments to the Financial Regulations on the recommendation of the ARG and FRC. These included the amendments to the delegated financial authority limit for FRC (more than £500,000 and up to and including £1 million) previously agreed by the Board following the recommendation arising from the Independent Board review. It also included an amendment in respect of research project approvals of up to £1 million (full economic cost commitment) to provide a more streamlined out of committee approval process where the decision was within the delegated authority limits of FRC. This would allow for out of committee approvals by 2 members of FRC from a named pool of 4 members which must include the Chair and Deputy Chair of FRC and they should be approached in the first instance. If the two approvers disagreed the default position would be that the project was not approved as unanimity was required for this out of committee process. Members noted that in the unlikely event that time allowed it could be escalated to the full Committee for further consideration either at a meeting or via the usual written resolution process (i.e. requiring a 75% majority).
- 4.10.2 The Board **approved** the amendments to the Financial Regulations.

4.11 **Modern Slavery Act Statement**

- 4.11.1 The COO presented the draft Modern Slavery Act Statement and confirmed that this statement would be published on the website to comply with the legislation subject to its approval by the Board. The Modern Slavery Act Policy had been approved by the ARG who also recommended the Statement to the Board.
- 4.11.2 The Modern Slavery and Human Trafficking Statement was **approved** for signature by the COO on behalf of the Board and subsequent publication on the University website.

4.12 **Lease of Student Accommodation, Christchurch Road**

- 4.12.1 The COO presented this report which sought Board approval to take a lease of additional student accommodation. All first year students were currently guaranteed places in University managed accommodation within particular conditions. However, the University's estimates of demand indicated that there would be a shortfall in the places available in 2017/18 and beyond, even with the additional 500 beds being delivered through the arrangement with Threesixty developments. There was also a lack of privately rented HMO accommodation in the area.
- 4.12.2 An opportunity had now arisen to take a lease on a purpose built student accommodation development by Watkin Jones on Christchurch Road, Lansdowne. Approval was sought to take a three-year lease on 454 rooms, subject to agreement of lease terms and to receipt of a satisfactory counsel's opinion on the EU procurement regulations compliance risk.
- 4.12.3 Members asked for further information in respect of the risks associated with the proposal. The COO explained that the University would have to bear the cost of any beds which were not occupied, however evidence showed that if necessary there would be a market for the beds amongst 2nd and 3rd year students. The total estimated liability for the University was approximately [confidential] if none of the beds were filled, however, the COO and the Accommodation Services team believed that this was a very low risk. If the building were not completed on time, the contractor would be obliged to provide alternative accommodation.
- 4.12.4 The Board **approved** the proposal for the University to enter into the agreement for the lease of 454 rooms in Christchurch Road for a 3 year period subject to satisfactory counsel's opinion as identified in the report. It was noted that the Vice-Chancellor and COO would consider on receipt.

4.13 **GP Surgery, Talbot Campus**

4.13.1 The Board **approved** the proposal for the University to contract with Talbot Medical Centre for an under lease from 25th December 2016 to 31 July 2017, providing a total income of [confidential].

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

The Board **noted** the report on Student Appeals and Complaints.

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

The Board **noted** the report.

5 COMMITTEE REPORTS

5.1 **Audit, Risk & Governance Committee (4 November 2016)**

The minutes were **noted** and the proposed amendments to the Terms of Reference were **approved**.

5.1.1 **Risk Register**

The risk register was **noted**.

5.2 **Finance & Resources Committee (21 October 2016)**

The Minutes were **noted**. The Board also noted the Committee's suggestion that the Board may wish to receive a CPD session on student number modelling at a future date. This could cover, for example, the impact of student placements on income. The VC agreed to consider this further with the Chair, as it may be possible to cover student number modelling during the 2017 Strategic Planning Seminars.

<p>ACTION: To consider providing further information to the Board on student number modelling.</p>

<p>ACTION BY: VC</p>

5.2.1 **Management Accounts**

The Management Accounts were **noted**.

5.3 **Honorary Awards Committee: Revised Process**

A revised paper was tabled which reflected the discussions which had taken place at the Honorary Awards Committee meeting held on 24th November. In summary it was proposed that a new category of award, 'Honorary Fellow', be adopted, together with amendments to the Committee's Terms of Reference, Guidance Notes and the Nomination Form. An update was also proposed to the policy document 2A-Awards of Bournemouth University, to implement the new award. The amendments were **approved**.

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

The minutes were **noted**.

5.5 **Senate (28 October 2015)**

The minutes were **noted**.

5.6 Remuneration Committee (7 July 2016)

The minutes were **noted**. Mr Lee advised the Board that the Committee had met again on 24th November and agreed the Executive Incentive Scheme for 2016/17, which placed a strong emphasis on achievement of the NSS targets.

5.7 Nominations Committee (7 July 2016)

The minutes were **noted**.

6 ANY OTHER BUSINESS

6.1 The DVC updated Members on progress with the Vision 4 Learning project and advised that an out of committee approval would be sought in December, via a written resolution, to proceed with the award of a contract due to the timings of the tender process.

6.2 The COO advised Members that progress had been made in respect of planning permission for the Bournemouth Gateway Building, with only one issue still to resolve. He would update Members by e-mail once the outstanding transport matter had been concluded.

6.3 The Clerk to the Board advised Members that the roll out of the use of iPads for all external Board members had been delayed due to technical issues. All communications with external Board Members would be sent using encrypted documents as an interim measure which had been agreed with the Chair of the Board. Passwords had been issued to external Board Members via letter and the iPads would be issued as soon as possible.

6.4 The Chair thanked retiring Deputy Chair, Mr Lee, on behalf of the Board for his many years of outstanding service to the Board and the University.

7. DATE OF NEXT MEETING

The next Board Meeting will take place on Friday, 10th February 2017, and will be preceded by a Strategic Planning Seminar and Board Dinner on Thursday 9th February.

Clerk to the University Board
November 2016

Approved as a true and accurate record:

..... Date:..... February 2016.....
Prof R Conder (Chair)