

## UNIVERSITY BOARD

MINUTES OF THE MEETING HELD ON FRIDAY, 10<sup>th</sup> February 2017

Present:	Prof R Conder	Independent Board Member <b>(Chair)</b>
	Mr J Andrews	Chief Operating Officer (COO)
	Mr D Asaya	President, Students' Union at Bournemouth University
	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
	Prof J Hölscher	Elected Academic Staff Member
	Prof T Irish	Independent Board Member
	Mr S Jones	Independent Board Member
	Mrs J Lang	Independent Board Member <b>(Deputy Chair)</b>
	Prof T McIntyre-Bhatty	Deputy Vice-Chancellor (DVC)
	Mrs A Oloyede	Independent Board Member
	Dr P Rawlinson	Independent Board 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 (DoE) (Items 5.2 and 5.3)
	Mr G Rayment	Corporate Governance & Committees Manager
	Ms D Wakely	Clerk to the University Board
Apologies:	Miss A D'Abreo	Independent Board Member
	Mr D Kane	Independent Board Member
	Prof E Rosser	Elected Senate Member

**1 WELCOME, APOLOGIES AND DECLARATIONS OF INTEREST**

The Chair welcomed new Members Mrs Oloyede and Prof Hölscher. Apologies were noted as above.

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. Prof Irish is an adviser to King's College London's Business School and has recently been appointed as a Professor of Practice (Entrepreneurship and Governance); a member of the Healthcare UK Advisory Board; and adviser to the Government's Life Science Industry Strategy. Mr Skinner declared a new interest in relation to a dual language school for 6 to 11 year olds in London.

**2 MINUTES OF PREVIOUS MEETINGS****2.1 Minutes of the University Board Meeting, 25<sup>th</sup> November 2016**

The minutes were **approved** as an accurate record.

**2.2 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. In respect of Action 102 (SUBU Constitution), the Board **approved** the additional amendment to the quorum requirements for SUBU AGMs as set out in the Actions Register.

### **3 CONTEXT SETTING AND UPDATE REPORTS**

#### **3.1 VC's BU Update Report - Confidential**

- 3.1.1 The VC presented highlights of his update report. There was continuing uncertainty regarding Brexit. BU had applied for increased levels of Erasmus funding for 2017/18 and EU undergraduates starting in 2017/18 would pay UK home level fees but no statement had been made in respect of those starting in 2018/19 and beyond. Members discussed the impact of Brexit on staff and placements. The COO explained that the University was reassuring staff and providing information where possible and the DVC added that it was not anticipated that there would be a major impact on placements as the number of overseas placements was relatively small.
- 3.1.2 There had been a slight sector dip (approximately 4%) in the numbers of Undergraduate applications, particularly in respect of nursing courses, due to changes in funding arrangements. The common view in the sector was that this was a temporary issue and that demand for these courses would increase again after one or two years. The University had not been impacted as much as others in the Sector and continued to have a high ratio of applications to enrolments. Application numbers were down from 2016 but were similar to those for 2015. In terms of potential financial impact, this was considered to be within the normal risk tolerance range (with mitigation) and the VC remained confident.
- 3.1.3 The VC updated members on two recent serious incidents which had been reported to the relevant regulators.
- 3.1.4 Turning to the outcomes from the Board's Strategic Planning Seminar which took place on 9<sup>th</sup> February 2017, the VC outlined the proposed content for the next session which would take place on 4<sup>th</sup> May 2017. This would cover the key assumptions informing the planning; financial modelling; student number modelling; the balance of investment in physical capital versus intellectual capital; and Intellectual Property/research. The July seminar (to include members of ULT and Senate) would then 'drill-down' in further detail and consider strategic planning and information at Departmental/academic theme level.
- 3.1.5 It was proposed that the future sessions be conducted in plenary rather than small break-out groups, as this had proven an effective method of engaging debate. Any further comments or feedback on the sessions could be submitted to the Chair. (Informal summary notes from the session and the VC's presentation are available to Members through the secure I:drive).
- 3.1.6 The VC's Update Report was **noted**.

#### **3.2 SUBU Update Report**

- 3.2.1 The SUBU President presented highlights of his update report. The Freshers' Fair had been ranked No. 1 in the UK and the first ever BME awards had taken place in partnership with AFC Bournemouth. SUBU had also worked in partnership with the Bournemouth and Poole Holocaust Memorial Day committee to commemorate the event.
- 3.2.2 A number of activities were being undertaken to support international students and discussions were also on-going with the Head of Student Services in respect of students with mitigating circumstances.
- 3.2.3 The SUBU President briefly summarised the highlights of the Vice-Presidents' key projects and activities including: successful community matters and housing initiatives; a pilot laptop loan scheme for students; celebrating and supporting sports, clubs and

societies; and targeted student welfare activities for minority groups such as disability history month and LGBT+ history month.

3.2.4 Turning to the National Union of Students' (NUS') boycott of the National Student Survey (NSS), SUBU would promote the NSS as usual among students, but would also run an information campaign about the national boycott so that students could make informed decisions about completing the survey. It was understood that approximately 30 students' union branches were boycotting the survey. Members asked what impact this would have on league table positions and the VC explained that this would depend on how many students actually participated in the boycott. The University normally had a reasonably high response rate to the survey.

3.2.5 The SUBU President's report was **noted**.

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

#### 3.3.1 **Committee Membership and Appointments**

The Chair tabled a paper containing recommendations arising from the Nominations Committee meeting which took place on 9<sup>th</sup> February 2017 in respect of Board Committee Memberships and Chancellor and Pro-Chancellor appointments.

*Mr Skinner withdrew from the meeting.*

The Board **approved** the appointment of Mr Skinner as the Chair of the Finance & Resources Committee (FRC) with effect from 1<sup>st</sup> March 2017.

*Mr Skinner re-joined the meeting*

The Board **approved** the appointment of co-opted independent member Mr Furniss as Deputy Chair of the Remuneration Committee with effect from 11<sup>th</sup> February 2017.

*Mrs Lang withdrew from the meeting.*

The Board **approved** the appointment of Mrs Lang to the Honorary Awards Committee (HAC) with effect from 11<sup>th</sup> February 2017.

*Mrs Lang re-joined the meeting.*

*Mr Brien withdrew from the meeting.*

The Board **approved** the appointment of Mr Brien to the Development Funding Committee (DFC) with effect from 11<sup>th</sup> February 2017 and also as Deputy Chair of the Committee from 1<sup>st</sup> March 2017.

*Mr Brien re-joined the meeting.*

The Board **noted** the resignation of Mr Sturdy from the DFC and **approved** the recommendation that the membership of the DFC be amended to remove the requirement for a Pro Chancellor to be a member.

The Committee **approved** the extension of the current Chancellor's (Lord Phillips') term of office to 31<sup>st</sup> December 2018. The Board also **approved** the proposals to approach the preferred nominees for the future roles of Chancellor and Pro-Chancellor as identified by the Committee.

#### 3.3.2 **Board Statement of Primary Responsibilities**

The Board reviewed and **approved** the Statement of Primary Responsibilities without amendment.

### 3.3.3 **Chair's Action and Use of the University Seal**

The Board **noted** the report

### 3.3.4 **Summary Report of Members' Development Reviews**

The Board **noted** the report and the schedule of forthcoming development reviews. It was agreed that the Board Chair and Deputy Chair would discuss arrangements for the forthcoming scheduled reviews and approach the members concerned directly. It was noted that the schedule mistakenly recorded Mrs Troy and Mr Shaw as being in their first term of office and that this should be amended to second term.

**ACTION:** Agree arrangements for forthcoming Members' development reviews and liaise directly with the Members concerned.

**ACTION BY: Chair and Deputy Chair**

**ACTION:** Amend the schedule of reviews to show that Mrs Troy and Mr Shaw are currently in their second term of office.

**ACTION BY: Clerk to the Board**

## 4 **STRATEGIC MATTERS**

### 4.1 **Key Performance Indicators**

4.1.1 The VC presented the KPI report and highlighted the further increase in KPI 1 (Academic Strength) arising from improvements in 4 of the relevant performance indicators, including the proportion of academic staff with teaching qualifications and/or who were HEA Fellows. This indicator had increased by 2% to 68%. The number of academic staff with doctorates (KPI 8) had also improved to 69%, against a target of 70%.

4.1.2 The Board **noted** the report.

## 5 **OPERATIONAL MATTERS**

### 5.1 **Proposals for Fee Delegations**

5.1.1 The DVC presented this report to the Board and recommended approval of delegations for the approval of certain fees as agreed by UET. He highlighted that, for 2018/19, confirmation of the Office for Fair Access' (OFFA's) acceptance of the University's Fair Access Agreement would not be received until the end of July (after the Board had approved the fees) and would not therefore be fully confirmed or published until after that date. He also confirmed that, in the event that further information on the Government's policy in respect of student loans for EU students in 2018/19 became available, a further summary of issues and recommendations would be submitted to the Board.

5.1.2 The Board **approved** the delegated authority to approve categories of fees as set out in Table 1 of the report.

*Note: in order to fully inform the subsequent discussions on estates capital investment, the Board agreed to take agenda item 5.6 (below) before item 5.2.*

### 5.2 **The Talbot Campus Infrastructure Project Full Business Case - Confidential**

5.2.1 The COO presented this business case to the Board, subsequent to previous Board approval of the outline business case (July 2016). The project was critical to the

development of the Poole Gateway Building (PGB) and included a new link road, bus hub and car park extension. This current recommendation represented the final pause-point for the project.

5.2.2 [confidential].

5.2.3 [confidential].

5.2.4 The Board **approved** the business case for total project funding of [confidential] including VAT to allow the construction of the Talbot Campus Infrastructure improvements as set out in the paper.

### 5.3 **Bournemouth Gateway Building (BGB) - Confidential**

5.3.1 The COO presented this business case and explained that this decision would be the final pause-point on the BGB project. Total project funding of [confidential] including VAT [confidential] was sought to enable construction of the building on the St Paul's site, Lansdowne. The outline business case had been approved by the Board on 27<sup>th</sup> November 2015 and this represented the final pause point for the project.

5.3.2 As requested by the FRC on 20 January, clarification of the impact on affordability had been provided in the event that the disposal of Cranborne House did not proceed as expected. Costs had also been clarified where possible to reduce the number of estimates. The Committee's recommendation to obtain quality assurances in respect of glass curtain walling was also being followed-up with the contractor. Work was progressing in respect of the procurement of two adjacent strips of land (with third party rights) from Bournemouth Borough Council, but this would not prevent the development of the main building from proceeding. The FRC Chair confirmed that the Committee had scrutinised the proposals and gave their full endorsement to the recommendations.

5.3.3 The Board Chair also informed the Board that the Senate Member of the Board (Prof Rosser) had submitted written comments on the proposals giving her full support and confirming that the Faculty of Health and Social Sciences had been fully consulted on the proposals and welcomed the competitive edge the new building could give the Faculty.

5.3.4 The Board Chair and the Chair of the FRC both praised the work undertaken by the Director of Estates and his team, along with colleagues in Procurement, the Faculty and Legal Services. The Chair agreed to write a formal letter of thanks to the staff involved on behalf of the Board.

5.3.5 The Board **approved** the BGB business case total project funding of [confidential] including VAT, subject to satisfactory completion of contractual matters with the contractor.

### 5.4 **Temporary Agency Employment Services Contract Award - Confidential**

5.4.1 The DoFP presented this proposal which was recommended for approval following scrutiny by the FRC.

5.4.2 The Board **approved** the award of 4-year contracts to Hays Recruitment (Lot 1 – clerical and administration) and to LA International (Lot 4 – information technology recruitment). The Board **approved** the delegation of authority to the DoFP (or in his absence the COO) to sign the contract documentation once satisfactory contract terms were agreed.

### 5.5 **Lease of the Old Fire Station - Confidential**

5.5.1 The COO presented this proposal which would put in place a formal arrangement for the occupation of the Old Fire Station by SUBU. A further briefing note had been circulated to FRC members in response to a question they had raised regarding tax. The University's external auditors had confirmed that the lease would not impact on tax liabilities. A further question had been raised by the auditors as to whether the

arrangement would be aligned to the University's charitable purposes. External legal advice had been sought on this point and it had subsequently been agreed to write this point into the lease in order to minimise risk as well as seeking agreement that SUBU be a party to the lease in addition to their trading subsidiary, Feelprime Ltd. If it was not possible to have both parties on the lease then it was still considered that the arrangement proposed reduced the risk over the current arrangement which was undocumented.

- 5.5.2 Members asked what the commercial value of the premises would be and the COO explained that it had not been formally valued in this way as it was largely bespoke for SUBU use (which had a limiting impact on value) and it was also important to avoid any 'circular' funding arrangement with SUBU, hence the 'nil' value lease. The COO confirmed that he was satisfied that re-providing comparable student facilities elsewhere would be more costly than leaving them where they were. Similar arrangements may be put in place for other University premises occupied by SUBU, such as the SUBU Shop and Dylan's bar. The COO confirmed that the lease would not impact on SUBU's block grant from the University and that it would be non-assignable.
- 5.5.3 The Board **approved** the disposal of the Old Fire Station, by way of a lease to 2027, to Feelprime Ltd.

## 5.6 **Extension of Revolving Credit Facility (RCF) - Confidential**

- 5.6.1 [confidential]
- 5.6.2 [confidential].
- 5.6.3 The Board **approved** the extension of the RCF for a three month period on the same terms, substantially or materially, as the original RCF and a margin no higher than the original RCF rate of 1.45%.
- 5.6.4 The Board **authorised** the Vice-Chancellor and Director of Finance and Performance (or in either of their absences the Deputy Vice-Chancellor) to execute all the documentation required to evidence Board approval and to extend the RCF as set out at 5.6.3 (above).
- 5.6.5 [confidential]

## 5.7 **Customer Relationship Management (CRM) Business Case**

- 5.7.1 The COO presented this business case for the introduction of an organisational wide CRM platform. The business case represented phase 1 of the project and would deliver the procurement and implementation of the CRM platform; establish processes, systems and culture change; and support marketing and student recruitment activity. Further phases would be subject to further business cases as required. Further details on the benefits to be delivered were contained in the paper as requested by the FRC. The key benefits were improvements to conversion rates and a reduction in the risk of data breaches inherent in the current mixture of separate systems.
- 5.7.2 Members commented that experience showed that such systems were notoriously difficult to deliver but the COO explained that this would be mitigated through the procurement process and quality assessment. Members noted the need to have very tight contractual provisions for non-delivery based on experience of implementations of other CRMs elsewhere. Members also advised that it was important to take a robust approach to contract management and rigorously enforce any relevant provisions.
- 5.7.3 The Board **approved** the business case and a funding envelope for 10 year project cost of [confidential] for completion of Phase 1 and approved in principle a ten-year project cost, should subsequent phases be implemented, of [confidential] to meet the needs of other audiences (current students, alumni and businesses), subject to approval of further Business Cases.

## 6 COMMITTEE REPORTS

### 6.1 Finance & Resources Committee (20 January 2017)

The Minutes were **noted**.

#### 6.1.1 Management Accounts

The Management Accounts were **noted**.

### 6.2 Remuneration Committee (24 November 2016)

The minutes were **noted**.

### 6.3 Honorary Awards Committee (24 November 2016)

The minutes were **noted**, the recommendations having been approved previously at the Board meeting on 25<sup>th</sup> November 2016.

### 6.4 Board Papers Working Group (8 December 2016)

The minutes were **noted**.

## 7 ANY OTHER BUSINESS

7.1 The SUBU President asked what the University's policy was in offering support to students who were asylum seekers. The COO explained that there were a small number of such students at the University and that the policy was driven by UKVI rules. The Professional and Support Staff Member confirmed that those with refugee status received the same student entitlements as other students. Until then, if their refugee status was not confirmed, BU had to be guided by UKVI and the legislation.

7.2 The COO informed Members that there were two ongoing issues which, due to external timing, were likely to require Board approval via written resolutions. These related to a lease extension on Dorchester House and a novation agreement for Corfe House.

7.3 The Chair thanked retiring Member, Dr Rawlinson, on behalf of the Board for his many years of outstanding service to the Board and the University. He noted his remarkable contribution to the University and in particular his contribution to the work of the FRC as its longstanding Chair.

## 7. DATE OF NEXT MEETING

The next Board Meeting will take place on Friday, 5<sup>th</sup> May 2017, and will be preceded by a Strategic Planning Seminar and Board Dinner on Thursday 4<sup>th</sup> May.

Clerk to the University Board  
February 2017

Approved as a true and accurate record:

..... Date:..... May 2017.....  
Prof R Conder (Chair)

