

## **University Board Meeting**

Minutes of a meeting held on 10 February 2023

### **Members Present**

David Furniss (Chair)	Chair of the University Board
Jim Andrews	Chief Operating Officer (COO)
Paula Alliston	Staff Member, Professional and Support Services
Omuwa Ayomoto	President, Students' Union Bournemouth University
Karima Fahmy (Deputy Chair)	Independent Board Member
Maggie Frost	Independent Board Member
Nick Golding	Independent Board Member
Karl Hoods	Independent Board Member (via MS Teams)
Simon Jackson	Independent Board Member
Stuart Jones	Independent Board Member
Sara Luder	Independent Board Member
Prof Tim McIntyre-Bhatty	Deputy Vice-Chancellor (DVC)
Susie Reynell	Finance Director (FD)
David Smith	Independent Board Member
Prof John Vinney	Vice-Chancellor (VC)
Deborah Ward	Independent Board Member
Deborah Warman	Independent Board Member
Robert Williams	Independent Board Member

### **In attendance**

Deborah Wakely (Clerk to the Board); Jane Meredith (Senior Governance Manager); Geoff Rayment (Senior Governance Manager).

### **Meeting minutes**

#### **1. Welcome, Apologies and Declarations of Interests (Chair)**

22/108 Apologies were noted from Nastassia Asselin, Prof Carol Clark and Dr Lois Farquharson. It was also noted that Prof Carol Evans had stepped down from the Board. The Chair confirmed that the meeting was quorate. The Chair welcomed new independent member David Smith to his first meeting of the Board.

22/109 The Chair invited any declarations of interests and the Board noted that Jim Andrews and Stuart Jones were Directors of BU Community Business Ltd (BUCB) and would leave the meeting for the decision on item 5.9 Chapel Gate Artificial Pitch. Susie Reynell was the BU Nominated Officer for BUCB and would therefore remain. The interests were also noted in relation to 6.1 MRI Scanner update due to BUCB involvement although no decision was required. Karima Fahmy declared membership of the Boards of BCP FuturePlaces (possible future relevance to Estates items which would be kept under review) and of Clarion

Futures and Paula Alliston declared a family member who held an offer for 2023 entry to BU (item 4.3 Proposals for Fee Delegations) but this was not relevant for delegations for 2024/5. There were no other new or relevant declarations.

## 2. Minutes of the Previous Meeting

### 2.1. Minutes of the University Board Meeting, 25 November 2022 (Chair)

22/110 The minutes of the 25 November 2022 Board meeting were approved as an accurate record subject to a minor clarification in paragraph 22/082 [Redacted].

### 2.2. Matters Arising and Actions Register (Chair)

22/111 The Actions Register was **noted**. The COO updated Members on Action 197 regarding the capacity issues with student accommodation. While January recruitment figures had been positive a challenge remained in sourcing suitable accommodation for all students. There had been a significant number of students who were pregnant or who had brought family with them which created additional challenges in finding suitable accommodation and school places. The management were working through the issues with SUBU and also talking to the local authority. A paper with further details on student accommodation would be provided at the May meeting of the Board.

22/112 The Chair expressed his thanks to all Members who had attended Safeguarding with only one current member outstanding who would complete it shortly.

## 3. Context Setting and Update Reports

### 3.1. VC's Update Report (VC)

22/113 The VC highlighted key points from his update report and recent developments.

- The Minister for Skills, Further and Higher Education had written to the sector focussing on skills, technical education and social justice, including urging those universities which have not already done so to clarify that they would accept T-levels in university admissions and encouragement for universities to offer apprenticeships.
- The National Student Survey (NSS) 2023 had opened and would run until the 30 April 2023. The questions had been changed with the overall satisfaction rating being dropped. BU hoped for a further improvement in results. A number of cross University actions, such as the introduction of personal tutors, had received good feedback.
- Actions identified in the recent review of Apprenticeship provision were being taken forward and consideration was being given to whether there were any aspects that required reporting to the regulatory body.
- Applications for 2023 were down on the previous year but offer numbers were up. Enrolments for the January intake had been strong. A shift towards increased numbers of overseas, postgraduate students was noted. This brought both benefits and challenges for delivery.
- Pay negotiations had begun early for 2023 and a proposal had been made for a 5% increase (varying by grade) with 2% backdated to February 2023. This had been rejected by the Trade Unions and the UCU strike action would continue. The February increase was expected to go ahead. The gender pay gap remained an ongoing challenge with additional actions planned.

22/114 The VC explained that volatility in applications was not new, with demographic changes having an impact. An increase in the numbers of 18 years olds had been accompanied by an increase in the options available to them. Information would be shared on long term trends and conversion rates.

**Action:** Share information on long term application trends and conversion rates.

**Action By:** VC

22/115 Students had expressed concern about the effect of the ongoing strike action, particularly any boycott of marking, and the SUBU President asked what contingency planning was in place. The COO responded that the University was doing all it could to mitigate action and support learning outcomes but often did not know until the day which staff would join the strike. This put a burden on other staff and was causing uncertainty for students. The COO reiterated that students should continue to attend unless instructed otherwise to ensure that they did not miss out on sessions. The marking boycott had been postponed and BU would ensure that students received their marks. The situation would continue to be monitored closely and the Industrial Action Working Group was meeting regularly with a focus on minimising any possible impact on students.

22/116 In response to a question about financial stability [Redacted]. Investment in IT and estate was continuing in order to optimise future performance. Pay accounted for over 50% of the University's expenditure and would continue to be a key pressure on resources along with the cumulative impact of inflation. An update was requested on the expected financial situation including the cash position. The draft 2023/4 budget would be presented to FRC in April and an update was requested to be presented to the May meeting of the Board.

**Action:** Present draft 2023/4 budget to April FRC with an update also presented to May Board.

**Action By:** FD

**Action:** Update the Board on the expected financial situation including the cash position.

**Action By:** FD

22/117 A Member asked whether scenario planning had begun for a potential change in Government in 2024, although no Labour party manifesto was yet available. The VC confirmed that regular horizon scanning did cover this and further detail would be shared as the picture became clearer.

**Action:** Share scenario planning in relation to a potential Labour Government from 2024 (VC to decide timing)

**Action By:** VC

22/118 Members asked what progress was being made to improve the NSS scores. The VC confirmed that some of the agreed action plan had been completed, such as the introduction of personal tutors which had been well received. Other actions were still in train, such as the timetabling project. UET were meeting regularly with the leads of the lowest scoring areas to identify and address particular issues.

### **3.2. SUBU Update Report (SUBU President)**

22/119 The SUBU President presented the report noting that SUBU had had the most successful Speak Week to date. Engagement was increasing but was still difficult in periods where there was less activity on campus. Students appeared to prefer on-campus classes but appreciated the convenience of being able to review recorded lectures at a later date. Accommodation, particularly for international students, remained a concern.

22/120 The Chair thanked the SUBU President for the key risks detailed in the report and the Board **noted** the report. An update on SUBU's financial issues would be presented to ARG.

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

#### **3.3.1. Board and Committee Memberships and Appointments (Chair/Clerk to the Board)**

22/121 The Chair presented the recommendations of the Nominations Committee in respect of Board and Committee appointments. The Board **approved** the appointments and recommendations of the Nominations Committee as follows:

22/122 The Board **approved** the appointment of Anthony Murphy to the Board for an initial term of three years commencing 11th February. His appointment to Audit, Risk and Governance Committee and Student Experience, Quality and Standards Committee was also **approved**.

22/123 The Board **approved** the appointment of Senate member, Dr Suelen Carls, to the Honorary Awards Committee (HAC), for an initial term of up to three years, to be co-terminus with her term on Senate.

*Nick Golding withdrew from the meeting.*

22/124 The Board **approved** the appointment of Nick Golding as Deputy Chair of Audit, Risk and Governance Committee.

*Nick Golding re-joined the meeting*

### 3.3.2. Chair's Action, Written Resolutions and Use of the University Seal (Chair)

22/125 The report was **noted**.

## 4. Strategic and Financial Matters

### 4.1. Key Performance Indicators (VC)

22/126 The VC highlighted key points from the KPI report noting that the Executive Summary was shorter and more focused in response to Board Action number 198 ['Consider where and how to draw out key areas of focus and give clarification on progress towards BU2025 in the KPI report and executive summary']. Consideration would be given to the use of RAG ratings in the next planning period.

22/127 The VC advised that interventions were being taken now to increase continuation rates. Work was ongoing to influence the culture around RKE and to increase bidding activity. The gender pay gap remained static and consideration was being given to what actions could be taken to address this. The Student/Staff Ratio (SSR) target was still 16.25:1 but this was unlikely to be achieved. Instead it was expected to be around 18:1, although this was possibly in line with the Sector which was experiencing increases due to cost pressures.

22/128 Members noted that the percentage of projects and programmes aligned to UNSDG had decreased and requested further context. Work was ongoing to investigate this. Members would also find some benchmarking data useful particularly in relation to SSR and conversion/enrolments.

22/129 Some discussion followed regarding the reduction in completion rates and the independent Review of Student Experience, commissioned by SQS, was noted. It was felt that the return to on-campus activity was providing more opportunities to identify students struggling with wellbeing issues. Offering resit opportunities within year had proved to be beneficial for those students who had taken advantage of them.

22/130 The Board **noted** the report.

**Action:** Provide further information in the next KPI report on the reduction in percentage of projects and programmes aligned to UNSDG.

**Action By:** FD/PRIME

**Action:** Provide benchmarking data in the areas of SSR and in offers/conversions/enrolments.

**Action By:** FD/PRIME

### 4.2. Beyond BU2025 (VC)

22/131 The Committee **considered and noted** the proposed timeline for the development of the next strategic plan which would build on the development process used for the previous plans. Staff and student engagement would be crucial to ensure collective ownership of the plan. It was intended to begin conversation about the principles in October with proposals being brought to the Board at an early stage. Focus would continue on the delivery of BU2025 with the new plan being launched in July/August 2025. The planning period had yet to be finalised but a period of 7 or 8 years was being considered. All longer term plans would be refreshed at the same time and sustainability would continue to be a key aim.

22/132 Members sought further information on how lessons would be learnt from the delivery of BU2025 with a clear and transparent appraisal of the challenges.

**Action:** Bring to the Board a reflective paper on the detail of the challenges and performance of BU2025 in the last 6 months of the current plan period.

**Action By:** VC

#### 4.3. Proposals for Fee Delegations (DVC)

22/133 The DVC presented the proposed delegations for fee decisions for 2024/25 entry, other than those relating to UK/Republic of Ireland undergraduate fees which were reserved to the Board. The delegations for other fees were as set out in table one of the paper. The Board **approved** the fee delegations.

### 5. Business Cases For Approval

22/134 The Chair of FRC noted that the first 9 business cases had been considered by FRC with the first 8 recommended to the Board with little or no amendments. The Chapel Gate Artificial Pitch case had been significantly amended following FRC and the Turing Scheme Bid was coming direct to the Board. Five of the cases related to investment in the University's estate. A full discussion had taken place at FRC regarding the plans for Talbot Campus and the necessity to upgrade buildings to sustain an increase in student numbers. FRC Members had questioned whether there would be an opportunity to defer the work on Weymouth House should the financial situation become increasingly challenging. Deferring this work would be possible but would have both cost and contractor implications.

#### 5.1. Business Case: Catering Contract (COO)

22/135 The COO introduced this item noting that it required Board approval as it was an amendment to the existing, Board approved, contract. The Board **approved** the refreshed terms of the contract with Chartwells, including the associated new financial model, and **delegated authority** for the execution of the contract and any other related documentation to any one of the COO and any other member of UET to execute any necessary documentation underhand and, where such documentation had to be executed as a deed, any two of the Director of Estates, the COO and any other member of UET to witness the application of the seal on behalf of the University pursuant to paragraph 10.1 of the Instrument of Government.

#### 5.2. Business Case: Utility Charges (gas contract) (FD)

22/136 The FD introduced this paper by explaining that the University currently bought its gas through a cooperative arrangement with a small group of universities. The arrangement had worked well for several years, though it had struggled to respond in the new situation of high volatility in the marketplace. The consensus of the membership was to allow the arrangement to expire at the end of March.

22/137 Gas prices for 2023 were expected to exceed those for 2022 and it was proposed that BU use a, sector specific, energy broker to manage spend on gas. All sites were metered and the strategy to be used for BU was an individual member approach where there was no cross-subsidy between members. It was noted that an overall reduction in use remained a key focus.

22/138 The Board **approved** the appointment of TEC to trade gas on behalf of BU at a ceiling cost of [Redacted] over five years, with Corona as the supplier, and the formation of an Energy Risk Management Committee (ERMC). The ERMC would comprise the Chief Operating Officer, Finance Director, Director of Estates, Head of Procurement (and representatives of TEC) to agree the approach to ramping up and thereafter to review market conditions and manage the arrangements with TEC. The Board **delegated authority** for the execution of the contracts and any other related documentation to any two of the Finance Director and any other member of UET.

#### 5.3. Business Case: Talbot Campus Remodelling (COO)

22/139 The Chair noted that clarification had been added, at the request of FRC, regarding the student number growth, that could only be maintained if investment was made in the legacy estate, and the opportunity to pause the second phase of the proposed works (Weymouth House), should this be required. He also noted that the campus premium necessitated a level of investment in the campus and the Estates Development Framework would be reviewed as part of the next strategic plan. FRC in the meantime had requested a presentation on the current EDF and a report on capital expenditure plans to date.

22/140 The Board **approved** the total project funding of [Redacted] including VAT to deliver the detailed design and construction stage for the Talbot Campus Remodelling project. (Inclusive of [Redacted] including VAT previously approved for the feasibility study, outline design and tendering). The works comprised refurbishment and remodelling in Dorset House (DH), Poole House (PH) and Weymouth House (WH) ground floors, to be delivered in 2 phases. Phase 1 from April 2023 to September 2023 for DH and PH, and Phase 2 from April 2024 to September 2024 for WH.

22/141 The Board **delegated authority** for the execution of the contract and any other related documentation by any one of the COO and any other member of UET, to execute any necessary documentation underhand, and, where such documentation was to be executed as a deed, any two of the Director of Estates, the COO and any other member of UET to witness the application of the seal on behalf of the University pursuant to paragraph 10.1 of the Instrument of Government.

#### **5.4. Business Case: Sir Michael Cobham Library New Lift (COO)**

22/142 The COO introduced this paper which sought funding for a new external lift for the Sir Michael Cobham Library. This would take pressure off the current, single lift which was overused and, as a result, frequently out of service. This new investment would help to address some health and safety and accessibility issues.

22/143 The Board **approved** the funding of [Redacted] including VAT to deliver a new external lift for the Sir Michael Cobham Library and **delegated authority**, for the execution of the contract and any other related documentation, to any one of the COO and any other member of UET, to execute any necessary documentation underhand, and, where such documentation is to be executed as a deed, any two of the Director of Estates, the COO and any other member of UET to witness the application of the seal on behalf of the University pursuant to paragraph 10.1 of the Instrument of Government.

#### **5.5. Sir Michael Cobham Library Improvements (COO)**

22/144 The Chair introduced this paper noting that it had been enhanced following questions at FRC regarding how the project would support the increase in student numbers.

22/145 The Board **approved** the internal alterations to the Sir Michael Cobham Library, at a cost of [redacted], and **delegated authority** for the execution of the contract and any other related documentation to any one of the COO and any other member of UET to execute any necessary documentation underhand; and, where such documentation is to be executed as a deed, any two of the Director of Estates, the COO and any other member of UET to witness the application of the seal on behalf of the University pursuant to paragraph 10.1 of the Instrument of Government.

#### **5.6. Business Case: Corfe House Restructure and Novation (COO)**

22/146 The Board **approved** the replacement of the existing guarantors, for the Corfe House student accommodation nomination agreement, PBSA 6 and BSREP, with Roost TOPCO Limited and Roost PROPCO 3 Limited, and **delegated authority** to any one of the COO and any other member of UET, to execute any necessary documentation underhand, and, where such documentation is to be executed as a deed, any two of the Director of Student Services, the COO and any other member of UET to witness the application of the seal on behalf of the University pursuant to paragraph 10.1 of the Instrument of Government.

#### **5.7. Business Case: Cisco (COO)**

22/147 The Board **approved** the implementation of the 5-year Cisco Enterprise Agreements covering Data Centre, Networks and Security, awarded through a single partner at a cost of [Redacted] inclusive of VAT, and **delegated authority** to the Chief Operating Officer, or in his absence the Deputy Vice-Chancellor or the Vice-Chancellor, to sign all contracts and related documents on behalf of the Board

#### **5.8. Business Case: Audio Visual Equipment (COO)**

22/148 The COO stated that the majority of the existing Audio Visual (AV) equipment in use across the BU campuses for teaching was installed prior to Dec 2016 and was in need of a refresh. To enable BU to benefit from use of a single supplier for design, supply and maintenance of AV infrastructure, a new 4-year, non-committal contract with a single supplier, capped at [Redacted] was requested.

22/149 The Board **approved**:

- the implementation of a new 4-year non-committal contract with a single supplier capped at £3M inclusive of VAT to start April 22 and run until Mar 26;
- spend of [redacted] inclusive of VAT from ITIP Capital budget 23/24 and 24/25 for refresh/project

delivery as a call off under the new contract; and

- spend of [Redacted] inclusive of VAT from IT Services BAU budget for a 4-year maintenance call off under the new contract with awarded single supplier.

22/150 The Board **delegated authority** to the Chief Operating Officer or, in his absence, the Deputy Vice-Chancellor or the Vice-Chancellor, to sign all contracts and related documents on behalf of the Board.

### 5.9.Chapel Gate Artificial Pitch (COO)

22/151 The declarations of interest made at the start of the meeting were noted. [Redacted].

22/152 The Chair of FRC introduced this item noting that there had been a lengthy and thorough discussion at FRC and that FRC welcomed the opportunity for external funding to develop the site recognising the need for investment to support the strategic development of Chapel Gate and to reduce the subsidy from BU. The paper presented to FRC had contained a number of options and FRC had raised a number of questions, particularly around contractual issues and risks and the student experience. The paper had been revised to focus on the request for Board approval of [Redacted] in principle in order to bid for the Football Foundation grant. The paper still contained some contractual and timescale risks but reflected the comments from FRC. If the bid was successful, the Board would be asked to approve the terms of the grant before it was accepted. If it was unsuccessful, the Executive would consider other options.

22/153 Members were reminded that BUCB was a wholly owned subsidiary of BU and was currently subsidised by BU. The Football Foundation was expected to make its decision in April. The Chair noted that the Board was being asked to make a decision in principle and would consider the case again once the Football Foundation's decision was known. The decision in the paper had been carefully worded and agreed with both UET and the Clerk to the Board.

22/154 Some discussion followed regarding the return on investment expected and whether acceptance of a grant would restrict what could be done with the site in the future. The masterplan for the future of the site was still in development but the immediate aim was to reduce and then eliminate the need for a subsidy from BU. The current grass pitches were being overused and limited the amount of time the site could be operational. The site was within a green belt area which already limited what it could be used for. This investment would also address the replacement of the five-a-side pitches on Talbot campus which would have to be replaced in the future.

22/155 The provision of sports facilities for students was BU's purpose for acquiring the site. However, it was not currently easy to access. A bus was being run, on a trial basis, for students to travel between Talbot campus and Chapel Gate on Wednesday afternoons.

22/156 The Chair noted that Chapel Gate had been purchased in order to expand sports facilities but that the Board needed to see the plan.

*Jim Andrews and Stuart Jones withdrew from the meeting.*

22/157 The SUBU President noted that funding had to be requested from Estates in order to run the bus to Chapel Gate for a trial period. The bus was currently free for students but future charges and an extension of the trial needed consideration. It was also noted that the current facilities at Chapel Gate, including changing rooms and toilets, were in need of refurbishment. Data on the use of the site by student clubs and societies would be useful.

22/158 The Board **approved**, in principle, an investment of a maximum of [Redacted] inclusive of VAT to deliver the new supersize artificial pitch and ancillary works at Chapel Gate as part of a bid to the Football Foundation to part fund the project (this included the [Redacted] including VAT spent to date).

22/159 This was an approval in principle to support the bid and further approval would be sought from the Board (on recommendation of FRC) prior to acceptance of any grant offer or other contractual commitment to ensure that:

- the terms of the grant (including any security required) were acceptable to the Board
- and the Board had received confirmation that BU could comply with those terms (including all third party consents).

*Jim Andrews and Stuart Jones re-joined the meeting*

## 5.10. Turing Scheme Bid 2023 (COO)

22/160 The Chair noted that this Business Case was straightforward but had not been considered by FRC due to timing. It was planned to submit a bid, under the UK-government funded programme, for total project funding of [Redacted], to enable the delivery of the Turing Scheme programme for international, outward student mobility activities. Inward student mobility and staff mobility would not be covered under this scheme.

22/161 The Board **approved** submission of a funding application to Capita Plc (as Administrator for the Department for Education) for total project funding of [Redacted] to enable the delivery of the Turing Scheme programme for international outward student mobility activities at BU between September 2023 and August 2024.

22/162 The Board **delegated authority** for the Vice-Chancellor (or in his absence, the Deputy Vice-Chancellor, Chief Operating Officer or Finance Director) to authorise submission of the funding application and, if awarded, **delegated authority** to sign the grant funding agreement and CAF and any other documentation relating to the project, subject to satisfactory completion of the CAF process.

## 6. Subsidiary Companies

### 6.1. MRI Scanner update (DVC/COO)

22/163 The Chair noted that this report had been considered at FRC. There had been no commercial income from the MRI Scanner to date but several opportunities were being investigated. FRC would continue to monitor progress.

## 7. Committee Reports

### 7.1. Finance & Resources Committee

#### 7.1.1. Management Accounts and Cashflow (FD)

22/164 The Management Accounts were **noted**. A medium to long term forecast would be presented to April FRC and the May Board.

#### 7.2. Nominations Committee (18 November 2022) (Chair)

22/165 The minutes were **noted**.

#### 7.3. Remuneration Committee (21 October and 18 November 2022) (Rem Co Chair)

22/166 The minutes were **noted**.

#### 7.4. Honorary Awards Committee (16 November 2022) (Chair)

22/167 The minutes were **noted**.

##### 7.4.1. Honorary Awards Committee Terms of Reference (Chair/Clerk to the Board)

22/168 The Honorary Awards Committee Terms of Reference were **approved**.

#### 7.5. Senate (24 October 2022) (VC)

22/169 The minutes were **noted**.

## 8. Any Other Business (Chair)

22/170 The SUBU President raised a request from SUBU to hold one less student summit in the current year than was required by their byelaws. The Chair requested that the Clerk to the Board follow this up and agreed that the Clerk could be considered the Board's nominee in this regard in accordance with previous



process around byelaws.

22/171 The Clerk to the Board noted that an out of meeting decision may become necessary in order to gain approval for the submission of a second stage application to the NIHR Health and Social Care Delivery Research call, for the research project Freight as a Service for the NHS (FaaS NHS), and to delegate authority to sign the CAF and the research contract and associated documentation, if the application was successful. The Chair confirmed that this could be addressed by written resolution if required.

**Action:** Follow up the request from SUBU to hold one less student summit than required by the byelaws in the current year.

**Action By:** Clerk to the Board

## **9. Date of Next Meeting**

Friday, 19th May 2023, 9.30am to 12.30pm