

University Board Meeting (By MS Teams video conference)

Minutes of an extraordinary meeting held on 9 April 2021

Members Present

Prof Richard Conder (Chair)	Chair of the University Board
Paula Alliston	Professional & Support Staff Member
Jim Andrews	Chief Operating Officer (COO)
Nick Beal	Independent Board Member
John Beswick	Independent Board Member
Alistair Brien	Independent Board Member
Prof Carol Clark	Senate Member of the Board
Annette D'Abreo	Independent Board Member
Karima Fahmy	Independent Board Member
Dr Lois Farquharson	Academic Staff Board Member
David Furniss	Independent Board Member
Karl Hoods	Independent Board Member
Stuart Jones	Independent Board Member
Jean Lang (Deputy Chair)	Independent Board Member
Naomie Lebe	President, Students' Union at Bournemouth University
Sara Luder	Independent Board Member
Prof Tim McIntyre-Bhatty	Deputy Vice-Chancellor (DVC)
Tola Oloyede	Independent Board Member
Des Pullen	Independent Board Member
Prof John Vinney	Vice-Chancellor (VC)
Deborah Ward	Independent Board Member

In attendance

David Reeve (Interim Director of Finance (IDoF)), Geoff Rayment (Corporate Governance and Committees Manager), Deborah Wakely (Clerk to the Board).

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

20/265 Apologies were noted from Mr Kane. The Chair invited any new declarations of interests and the Board noted Mr Jones' existing declaration regarding his role at Savills and confirmed that he was not involved in the company's work to support the Royal London House (RLH) disposal which was conducted at a different office. In respect of the item concerning Chapel Gate, the Board noted that Mr Andrews was Chair of the BU Community Business Ltd Board, and Mr Jones was a Director of the company.

2. Financial Update – (including current cash-flows and year-end covenant assurance) (IDoF)

20/266 The IDoF presented key points from his financial update paper, to provide context for the investment decisions which would follow. The report included the February management accounts, projected cash flow to July 2022, and the forecast covenant position at year-end.

20/267 – 269 [Redacted]

20/270 Members asked about progress with the Transformation Programme and the IDoF felt that this was on track to deliver the planned savings but agreed that it remained a risk. A fuller report was due to be made to the next meeting of the FRC.

20/271 The financial update, management accounts and cashflow report were **noted**.

3. Melbury House Works (COO)

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20/272 -277 [Redacted]

4. Chapel Gate Works (COO)

20/278 The Chair noted the previous declaration that the COO and Stuart Jones were directors of BUCB and that if the Board has any issues or concerns it would be necessary for them to withdraw from the meeting while these were discussed (the Board confirmed that this was not necessary). He also noted that, to help manage any potential conflicts of interests, because the COO was Chair of BUCB he had not been included in the requested delegation of authority to execute the contract on behalf of BU. The VC had indicated that he was happy to do this instead, subject to Board approval, as Nominated Officer for BUCB and Steve Cox (Head of Estates Development, in the absence of the Director of Estates) would be approved to witness the application of the seal along with the VC as it required campus attendance.

20/279 The COO presented this paper and explained that it was proposed to accelerate £250,000 of expenditure in order to progress improvement works at the Chapel Gate site, to meet the revised timing schedule for events (rescheduled due to COVID), such as the Bournemouth 7s festival. Mr Jones added that the planned turnaround of Chapel Gate as a successful enterprise had been delayed due to the pandemic, but it was hoped that the Business Plan would be progressed in full as soon as it was safe to reopen the site fully.

20/280 The Board **approved** the acceleration of construction programme and spend, and the associated delay in estates expenditure to minimise the risk of the approved capital works impacting on BUCB income (and therefore the additional support required from BU), specifically the Bournemouth 7s Festival.

20/281 The Board **delegated** authority by way of a written resolution (passed in the meeting) specially authorising any two of the Head of Estates Development, and any other member of UET (other than COO) to execute the JCT Design and Build Contract or such other necessary documentation (if any or all are required to be by way of deed) and to witness the application of the seal on behalf of the University pursuant to paragraph 10.1 of the Instrument of Government.

5. Royal London House (RLH) Disposal (COO)

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20/282 – 289 [Redacted]

6. Lease break for Units 7 and 8 Royal London House (RLH) (COO)

20/290 The COO presented this paper which followed on from the Board's decision in October 2020 to approve a lease on Units 7 and 8 of RLH. The lease included a break clause which the University wished to serve once the agreed dilapidation works were completed. The paper included details of the financial and legal implications. It was included in the cashflows and would constitute a future saving of £35,000 per year. The paper also set out the legal duties of trustees in this respect and the required approach to decision making regarding property disposals to ensure safeguarding of the University's assets and the best interests of current and future students.

20/291 The Board **approved** the serving of notice to break the lease in relation to units 7 and 8 at RLH and **delegated** authority to any one of the Director of Estates and the members UET to sign the break notice or any other necessary documentation to facilitate the exercise of the break clause, as and when appropriate.

7. European Research Council (ERC) Bid (DVC)

20/292 The DVC introduced this business case which sought authority to submit a research bid. As legal advice was that the submission of the bid involved making a commitment under the Financial Regulations, Board approval was being sought. He explained that this bid would be a resubmission to the ERC, the previous bid having received positive feedback from assessors. The research project had a good recovery rate with a positive net gain and was supported academically. The IDoF confirmed that it would produce positive cashflows across the duration of the project and therefore it was affordable without detriment to BU's cash position and he was supportive. [Redacted].

20/293 The Board **approved** the request to submit a grant funding application to the European Research Council's Consolidator Grant scheme for the project: Putting Faces Back in Context: Face Learning in the Real World.

20/294 The Board **delegated** authority for the Deputy Vice-Chancellor (or in his absence, the Vice-Chancellor or Chief Operating Officer) to sign the "Commitment of the Host Institution" letter for submission and if awarded, delegated authority to sign the grant agreement and other documentation relating to the project, subject to satisfactory completion of the CAF process.

8. Resolution to Delegate Authority Regarding Bank Mandates (IDoF)

20/295 The IDoF introduced this report and explained that the current bank account mandates needed to be updated and delegated authority was sought to allow any two of the University's Vice-Chancellor, Deputy Vice-Chancellor, Chief Operating Officer and Interim Finance Director to sign the Mandate in relation to all accounts in the name of Bournemouth University and to authorise certain changes in the Mandate. This would allow changes to be made with Barclays even if one of those post holders had left/was unavailable. As required by BU's Financial Regulations changes to the mandate would only be made with the agreement of the VC and the Chair of the Finance & Resources Committee (FRC) and would be reported back to the next meeting of the FRC. For updating subsidiary company account mandates, the bank had confirmed that they would accept two Directors or the Director and Company Secretary without the need for a Board resolution from the University and these would also require updating following the process in the Financial Regulations and with approval of the Company Boards. The Board **approved** this resolution, in the format required by the bank as follows:

RESOLUTION

THAT:

This authority applies to all accounts in the name of Bournemouth University 'the Accounts'.

Bournemouth University 'the Customer':

1. has in place a Global Banking Authority with Barclays Bank Plc (the Bank) for the Accounts.
2. authorises with **joint** authority (any **two** of the following signatories):

Professor John Vinney – Vice-Chancellor

David Reeve - Interim Finance Director

Jim Andrews - Chief Operating Officer

Professor Tim McIntyre-Bhatty - Deputy Vice-Chancellor

acting in accordance with the Customer's Financial Regulations and on behalf of the Customer, to:

- a. add or remove any Authorised Signatories.
- b. change the Signing Rules applicable to Authorised Signatories.
- c. sign the Global Banking Authority.
- d. sign documents in relation to electronic banking channels and to delegate to individuals the power to decide matters dealt with for electronic banking channels and to allow those individuals to sub-delegate the power to other individuals to make payments and give other instructions in respect of those electronic banking channels.
- e. to sign documentation in relation to BACS Direct Debit Origination including but not limited to BACS Direct Debit Indemnities

will promptly give the Bank notice if this authority is revoked by the Customer.

The Chair confirmed that he would sign an extract to evidence that the above resolution had been passed after the meeting.

9. Office for Students Consumer Law Compliance review (DVC/COO)

20/296 The DVC introduced this report which had been considered by ARG prior to submission to the Board. The report provided assurances that the University was compliant with OfS condition of registration C1 which required that, "The provider must demonstrate that in developing and implementing its policies, procedures and terms and conditions, it has given due regard to relevant guidance about how to comply with consumer protection law." The review had audited the information provided to students; how students had been consulted on changes and had accepted in online registration; and subsequent delivery plans. The DVC drew Members' attention to the prior scrutiny section of the executive summary, which gave details of ARG's scrutiny and responses to the issues raised. He confirmed that there had been no changes in the patterns of complaints or appeals since the report was written which would indicate an issue.

20/297 ARG had debated the recommendation that the findings did not need to be reported to OfS as there was no evidence that the University was in a problematic position. A further report would be made to a future Board meeting to provide assurances that those actions identified in the report had been implemented. The ARG Chair (Mrs Lang) confirmed that ARG had discussed the report in detail including the risks of group complaints and that they had compared the Faculty of Media and Communication's outcomes to other Faculties and sought assurance about the follow-up actions being taken by the Deans and UET.

20/298 The Board **approved** the report and its recommendations.

Action: Bring a report to the Board on the implementation of the recommendations set out in the report.

Action by: DVC/COO

10. Any Other Business (Chair)

Confidential

20/299 [Redacted].

11. Date of Meeting

Friday, 14th May 2021, 9.00am via Microsoft Teams.