

## UNIVERSITY BOARD

## MINUTES OF THE MEETING HELD ON FRIDAY, 24 NOVEMBER 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
	Miss A D'Abreo	Independent Board Member
	Prof J Holscher	Elected Academic Staff member
	Prof T Irish	Independent Board Member
	Mr S Jones	Independent Board Member
	Mr D Kane	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
	Prof E Rosser	Elected Senate 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 G Rayment	Corporate Governance & Committees Manager
	Ms D Wakely	Clerk to the University Board
Apologies:	Mrs S Collins	Independent Board Member
	Mr D Furniss	Independent Board Member

Declarations of Interest

*Mr Beards, Professor McIntyre-Bhatty and Mr J Clark 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.*

**1 MINUTES OF PREVIOUS MEETINGS****1.1 Minutes of the University Board Meeting, 7 July 2017**

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

**1.2 Matters Arising and Actions Register**

1.2.1 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.

1.2.2 The Chair formally reported that the Board written resolutions on the Royal London House lease, the GP Surgery lease, a Bournemouth Gateway Building (BGB) project change request, the BGB /SSE land disposal and St John's Road student accommodation had been approved.

## 2 DRAFT BU2025 STRATEGIC PLAN

- 2.1 The VC presented an update on the development of the BU2025 Strategy following the Board Strategic Planning Seminar in October 2017, and sought the Board's recommendation to proceed to consultation.
- 2.2 The Strategy had been further refined, with Fusion remaining at the heart of the University's activities. The high-level purpose was unchanged since October (to inspire learning, advance knowledge and enrich society) and the 2025 vision had been revised to link more directly to that purpose, with an added focus on world-wide recognition and impact. Four values were described to support that vision (Excellence, Inclusivity, Creativity and Responsibility) with clear outcomes expressed through short statements.
- 2.3 Subject to Board endorsement, the consultation with staff and students would run until 10<sup>th</sup> January 2018 and the final BU2025 Strategy would be presented to the Board for approval on 9<sup>th</sup> February 2018, together with the revised risk appetite statements. BU2025 would then be launched at the University's Leadership Conference on 1<sup>st</sup> March 2018 followed by other staff events.
- 2.4 The Chair invited questions and one Member asked, whilst fully supporting the Strategy, how the ambition would be quantified and defined, particularly in light of competitor Institutions' similarly ambitious plans. The VC explained that the BU2025 ambition would be quantified through the Key Performance Indicators which would encapsulate the strategic headlines, such as increased research income, improved student/staff ratios and the new teamwork approach. These would be presented to the Board for initial consideration in February 2018.
- 2.5 Members considered whether the investment plans should be sign-posted more prominently and the VC explained that these were included in the underlying narrative detail which would be included with the consultation. It was also noted that the word 'professional' had been omitted from the phrase 'professional practice' in the proposed vision statement. The VC explained that this was solely to make the statement as concise as possible and should not be interpreted as significant.
- 2.6 Members noted that the Strategy was very people focussed but wondered if the plans for physical investment should be made more prominent, for example plans for IT improvements. The VC confirmed that the headline focus on people was intentional as capital investment had evolved into 'business as usual' activity and people and cultural change were the areas where the greatest focus was now needed. The COO added that the detailed narrative did include information relating to both capital and intellectual investment.
- 2.7 The Board **recommended** the BU2025 Strategy to proceed to consultation, and the VC added that he would be happy to receive any further comments from Members ahead of the February 2018 Board meeting.

## 3 CONTEXT SETTING AND UPDATE REPORTS

### 3.1 VC's BU Update Report

- 3.1.1 The VC presented highlights of his update report. The final report had been published on recommendations for the Government's Industrial Strategy. These aligned with the University's BU2025 investment plans. In terms of HE funding, there had been no relevant statements in the recent budget although there had been some indications that the current cap on fees may be linked to the timing of any potential funding review.
- 3.1.2 The Department for Education had issued its consultation document on the Office for Students (OfS) and details of the proposals and consultations were appended to the VC's report. The OfS was expected to be in place by April 2018 after which there would be a transition period from the existing regulator HEFCE. The University would provide a response to the consultation and the questions were made available to Board Members as part of the report. Key points included registration arrangements (which were not anticipated to create any issues for BU), the requirement for student protection

plans, and the OfS' powers for intervention and sanctions. It was also noted that it was possible that probationary periods would be instigated for new providers entering the Sector.

- 3.1.3 Turning to internal developments, the VC thanked Board Members for their participation in the 2017 Graduation ceremonies. He also highlighted that the University had been placed 11<sup>th</sup> out of 154 UK Universities in the Green League Table as well as having 2 projects shortlisted for the 'green gown' awards. The SUBU President added that successful world Mental Health week and Black History Month events had also taken place in October.
- 3.1.4 The VC's Update Report was **noted**.

### 3.2 **SUBU Update Report**

- 3.2.1 The SUBU President presented highlights of his update report. A Mental Health Zone has been established to raise awareness of mental well-being and provide peer-to-peer support for students. Work was progressing on the development of academic societies. Six new Liberation campaigns had been set-up (in respect of LGB+, Trans and Non-Binary, Women's, Students of Colour, Black, and Students with Disabilities) and received a lot of interest from students.
- 3.2.2 The SUBU President had continued to work on Diversity and Inclusion Leaders (DAIL); a group of part time students who would be trained to offer peer-to-peer support for black students and students of colour. He offered to provide a presentation on this topic and the Chair thanked him for the offer and suggested he discuss it further with the COO out of committee. The Chair also took the opportunity to thank the SUBU President and his colleagues for their contribution to the Graduation ceremonies, noting that their speeches had been very well received.
- 3.2.3 The Professional & Support Staff member noted the work being undertaken on the Mental Health Zone and reported that some concerns had been raised regarding peer support for mental health issues and the need for appropriate training and supervision. Dialogue was ongoing between SUBU and the Head of Student Services to address these points.
- 3.2.4 Members asked if the amendments to the SUBU Constitution and By-laws had been finalised and the President confirmed that the amendments in respect of the additional sabbatical officer had been approved by the SUBU AGM, but that further proposals had been made subsequently for additional amendments to the by-laws in relation to election process as issues had arisen at the previous election. SUBU were working with the BU Legal team to progress this and SUBU had also sought independent legal advice.
- 3.2.5 The SUBU President's report was **noted**.

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

*Ms Stevens withdrew from the meeting.*

#### 3.3.1 **Appointment of a Professional & Support Staff Member to the Board**

The Chair reported that he had met with or had telephone meetings with nominees for the role of Professional & Support Staff Member of the Board and the Nominations Committee had subsequently approved their entry into the ballot. Mrs Paula Peckham, Education Services Manager in the Faculty of Science & Technology had gained most votes in the ballot and the Nominations Committee, therefore, recommended her appointment to the Board.

The Board **approved** the appointment of Mrs Paula Peckham to the Board as Professional & Support Staff Member for a term of three years commencing on 1<sup>st</sup>

December 2017.

*Ms Stevens returned to the meeting and the Chair reported the Board's appointment of Ms Peckham.*

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

The Board **noted** the report.

## 4 **STRATEGIC MATTERS**

### 4.1 **Key Performance Indicators (KPIs)**

4.1.1 The VC presented the KPI report. Academic Strength (KPI 1) was now at its highest level following a focus on improving student mobility. The University's composite league table position was now 66 against a target of 50 and it was expected that the step-change to be achieved through the implementation of the BU2025 Strategy would see this increase.

4.1.2 Academic staff vacancies had increased which potentially impacted on the student/staff ratio, however a staff recruitment campaign would take place in 2018 aligned to BU2025 to address this. Approximately 35 posts had been vacated which was slightly higher than the usual academic staff turnover rate, but the COO assured Members that processes were in place to monitor this data and enhance retention where appropriate.

4.1.3 The Chair noted that the Staff with Doctorates PI had fallen by 1% and asked how many doctorates were currently ongoing. The DVC reported that approximately 12% of staff were currently undertaking doctorates. Prof Rosser pointed out that some specialist roles in the Faculty of Health and Social Science struggled to recruit staff with doctorates. For example, nationally there were relatively few suitable staff with doctorates to teach paramedic programmes. The DVC advised that, in such cases, the University would consider the Department's needs and could waive the requirement for staff to have doctorates if appropriate.

4.1.4 Members noted PI 8 (Full-Time BU [excluding partner institutions] first degree new entrants' continuation) had achieved the target of 90% and the DVC clarified that the remaining 10% of non-continuations comprised both withdrawals and failures.

4.1.5 The Board discussed academic staff with professional affiliations, noting that the University did not pay the costs associated with such affiliations. Members asked how this was incentivised given that the University did not provide financial resources. The COO explained that this was why the target had been set at 70% rather than 100% and that professional affiliations demonstrated engagement by staff and could provide evidence to support career progression and was therefore rewarded through the embedding Fusion framework.

4.1.6 The Board **noted** the report.

## 5 **OPERATIONAL MATTERS**

### 5.1 **Annual Report on the Activities of Senate**

5.1.1 The VC and Senate Representative presented this report which provided details of the activities of Senate during 2016/17. The VC highlighted Senate engagement with the BU2025 strategic planning process. The electronic Senate process continued to work well and an independent review of Senate had been completed during the year by the Good Governance Institute (appended to the report). This had resulted in relatively minor recommendations to improve and strengthen the operation of Senate committees and those actions were being implemented.

- 5.1.2 Prof Rosser added that it was a comprehensive report, reflecting what had been a very busy year. This had included work to address the changes to the quality monitoring process and the impact of the Teaching Excellence Framework. The Education and Student Experience Committee (ESEC) had focussed on the response to the National Student Survey results and at Faculty level committee deliberations had included communications with students and the Research Excellence Framework.
- 5.1.3 The Board queried whether 3 Senate meetings a year was adequate to conduct its business and the Senate representative and others stated that this was sufficient in their view taking into account the number of sub-committee meetings where business was also conducted. In addition to the 3 live Senate meetings, there were 3 electronic meetings which provided further opportunity for Senate to fulfil its responsibilities.
- 5.1.4 Members noted the report of the ESEC debate on Technology Enabled Assessment and whether sufficient progress was being made. The DVC confirmed that appropriate progress was being made and that the University did not propose to emulate those universities that had moved almost exclusively to automated computerised testing in some subjects. The majority of assessments were now submitted on-line and discussions were continuing on the different modes of assessment available.
- 5.1.5 The Board **noted** the report.

## 5.2 **Annual Academic Quality Report 2016-17**

- 5.2.1 The Chair invited the DVC to present this report, noting that it was recommended to the Board by ARG and Senate, and that it was designed to provide the necessary assurances for the Board in respect of part 2 of the Annual Assurance Return.
- 5.2.2 The DVC drew Members' attention to key points of the report. Out of 158 External Examiner reports one negative response was received regarding confirmation that academic standards were appropriate in respect of one particular programme. A formal response had been made to the external examiner as well as being incorporated in the annual monitoring action plan. These particular issues had not been raised before and it was not considered a 'repeat issue'.
- 5.2.3 A high proportion (94%) of eligible Programmes had been accredited with Professional, Statutory and Regulatory Bodies (PSRBs).
- 5.2.4 2016/17 was the first year of the Annual Monitoring and Enhancement Review (AMER) approach to quality monitoring and it was anticipated that the process would be further refined for future years. A summary of the assurances evidenced in the report was provided at paragraphs 2.8 to 2.10 of the report.
- 5.2.5 Members noted the reported increase in academic offences, particularly plagiarism and collusion cases. The DVC explained that this may be a reflection of increased rates of detection (for example, due to on-line submissions) and very few cases were escalated from local to University level. The DVC noted that whilst all offences were a serious matter second offences were particularly seriously regarded, with repeat offenders risking expulsion.
- 5.2.6 The VC reminded Board Members that they had a standing invitation to attend and observe meetings of Senate and could arrange to do so via the Clerk to the Board.
- 5.2.7 The Board **approved** the report and the accompanying action plan as providing evidence to underpin the assurances for quality and standards required by HEFCE as part of the Annual Accountability Return.

## 5.3 **Annual Report on Partnerships**

- 5.3.1 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 University Executive Team had reviewed the current partnership arrangements and approval mechanisms and concluded that a mature system for effective oversight was in place including the Contract Authorisation process, the risk management procedures, the clear scheme of delegated authority and due diligence processes.

5.3.2 The Board **noted** the report.

#### 5.4 **Annual Report on Student Appeals and Complaints**

5.4.1 The DVC presented this report which encompassed both academic and non-academic complaints for the 2016 calendar year (to align with the timing of the Office of the Independent Adjudicator's [OIA's] report). Most cases were resolved internally by the University, with details of those referred to the OIA set out at 2.10 of the report. The report concluded that the appeals and complaints process was robust and well-managed. The report had also been scrutinised by the Education & Student Experience Committee.

5.4.2 Members noted that the report referred to one non-academic complaint from 2016 which was subject to legal proceedings and the Clerk to the Board advised that this related to a 'Fitness to Practice' case. Two academic complaints had progressed to the central Hearing stage and were both partially upheld, attracting financial award payments from the University. The amount of the awards made at Hearing was informed by guidance from the OIA and would also have due regard to potential damages awards if relevant.

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

#### 5.5 **Annual report of the Audit, Risk and Governance Committee (ARG)**

5.5.1 Mrs Lang presented the Committee's annual report to the University Board and the Accountable Officer which had been approved at its meeting on 3<sup>rd</sup> November 2017. The Board noted that the report would be submitted to HEFCE.

5.5.2 The Board **noted** the report and approved it for submission to HEFCE.

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

5.6.1 The DoFP presented this return, which was recommended to the Board for approval by ARG. Two further elements of the return – the Financial Statements and the Annual Sustainability Assessment – were presented as separate agenda items (5.7 and 5.8). The Chair advised Members that, following consideration by ARG, minor amendments to the Internal Audit report have been made to reflect the fact that the draft auditors' report on IT Risk & Control had subsequently been finalised and was circulated as a late paper to ARG (pages 10 and 13 of KCG's report refer).

5.6.2 Members noted the external auditors' annual report and that it identified no internal control issues. Members also noted the annual internal audit report and the auditors' opinion.

5.6.3 The Board **approved** the annual accountability return for submission to HEFCE.

#### 5.7 **Financial Statements 2016/17**

5.7.1 The DoFP presented the Financial Statements for approval on the recommendation of both ARG and the Finance & Resources Committee (FRC). The underlying operating surplus had increased to 5.4% of income before pension adjustments. Net assets had also improved from £4.2 million in the previous year to £6.8 million.

5.7.2 Members noted the position regarding pension liabilities. The Chair noted in particular recent media coverage of the position regarding the Universities' Superannuation

Scheme (USS) which was reported to be severely under-funded. BU, however, had only a small number of staff who were members of the USS and its exposure was limited compared to other universities, some of whom were expecting industrial action on this issue.

- 5.7.3 The Board **approved** the Financial Statements for 2016/17 and **noted** the Financial Statements for BU Innovations Ltd and the BU Foundation. The Chair thanked the DoFP and his team for their work on the accounts.

## 5.8 **Annual Financial Sustainability Report**

- 5.8.1 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 Margin of Sustainability and Investment (MSI) measure was used in the report as an indicator of whether the University could generate the funds it needed to fulfil its investment plans.
- 5.8.2 Section 3 of the report listed performance against a set of KPIs and an accompanying green, amber or red sustainability assessment. There were no red assessments and the DoFP explained that the amber assessments relating to reserves, borrowing and capital investment plans were due to the delay in the disposal of Cranborne House which took place after year end.
- 5.8.3 Members noted the on-going uncertainties regarding possible future caps on student fees and asked what assumptions were being made in this respect. The DoFP explained that, pending the Government's proposed major review of Higher Education funding, he anticipated that the current maximum undergraduate fee of £9,250 would remain in place – possibly for several years. Assumptions also took account of the fact that BU students' fees at the point of enrolment applied throughout the students' time at the University.
- 5.8.4 The Board **approved** the Annual Sustainability Assurance Report for 2016/17.

## 5.9 **Approval and delegations regarding Term Loan and Revolving Credit Facility (RCF)**

- 5.9.1 The DoFP presented a resolution to approve a fixed term loan agreement for £(confidential) and a replacement Revolving Credit Facility for £(confidential) to support the BU2018 capital expenditure programme. These proposals for long-term borrowing arrangements had been previously approved by the Board on 7<sup>th</sup> July 2017 and, as a condition of drawing down the loan and RCF, the University was now required to provide [confidential] with a certified copy of a resolution of the Board approving the terms of the Facility Agreements, authorising specified persons to sign the Facility Agreements and authorising specified persons to sign and send all documents and notices required under the Facility Agreements. The required minutes confirming the Board's approval of the resolution are set out in full below (numbered as per the resolution to be signed by the Chair):

### **1 Business of the meeting**

- 1.1 At its meeting on 7 July 2017, the Board had:-
- 1.1.1 approved in principle the new long-term funding of £(confidential) to support the BU2018 capital expenditure programme and the replacement of the existing £(confidential) revolving credit facility;
- 1.1.2 authorised the extension of the existing revolving credit facility pending completion of the disposal of Cranborne House.
- 1.2 Following a competitive process, indicative terms had been agreed with (confidential).
- 1.3 The meeting of the Board on 24 November 2017 considered:

- 1.3.1 the terms of the draft Term Loan Facilities Agreement and the draft RCF Agreement; and
- 1.3.2 the delegation of responsibility to the Director of Finance and Performance to consider and approve the final terms of the draft Term Loan Facilities Agreement and the RCF Agreement; and
- 1.3.3 the delegation of responsibility to the Director of Finance and Performance and the Vice-Chancellor (or in either or both of their absences the Deputy Vice-Chancellor and/or the Chief Operating Officer) to execute the finalised Term Loan Facilities Agreement and the RCF Agreement on behalf of the University.

## **2 Documents produced**

- 2.1 The following copy documents had been circulated to all members of the Board electronically prior to the meeting on 24 November 2017 (and each member attending the meeting confirmed that they have each had the opportunity to review and consider the same):-
  - 2.1.1 the draft Term Loan Facilities Agreement; and
  - 2.1.2 the draft RCF Agreement.

## **3 Noted**

- 3.1 The Board noted the following:-
  - 3.1.1 that the meeting has been properly convened and a quorum of members of the Board was present;
  - 3.1.2 that no member of the Board at the meeting had, directly or indirectly, any interest in the transactions contemplated by the documents referred to above which he/she was required by the Articles or Instrument of Government of the University or by legislation or otherwise to disclose or was for any reason disqualified from voting at the meeting or forming part of the quorum of the meeting.

## **4 Resolutions**

- 4.1 The transactions were considered.
- 4.2 When considering the documents and transactions contemplated by this meeting, the members of the Board were reminded that advice had been provided by its legal advisor, Mills & Reeve LLP.
- 4.3 It was unanimously resolved that:-
  - 4.3.1 it was in the best interests of the University that the Term Loan and the RCF be progressed with (confidential), as recommended by the Director of Finance and Performance and as set out in his papers to the Board on 7 July 2017 and 24 November 2017;
  - 4.3.2 the Director of Finance and Performance be given authority to negotiate, consider and approve the Term Loan Facilities Agreement and the RCF Agreement on behalf of the University and be authorised to make such further amendments as he thinks fit and necessary;
  - 4.3.3 any two of the Director of Finance and Performance and the Vice-Chancellor or in either or both of their absences, the Deputy Vice-Chancellor and/or Chief Operating Officer, be authorised to sign the Term Loan Facilities Agreement and the RCF Agreement on behalf of the University (subject to such further changes as the Director of Finance and Performance shall, in his absolute discretion think fit;) and



- 4.3.4 any two of the Director of Finance and Performance and the Vice-Chancellor or in either or both of their absences, the Deputy Vice Chancellor and/or Chief Operating Officer, be authorised to execute and do all such acts, deeds, documents, certificates and notices as they may consider expedient or desirable in connection with the execution or performance by the University of the Term Loan Facilities Agreement and the RCF Agreement.

#### 5.10 **Southern Universities Construction Consultancy Frameworks (SUCCAG)**

- 5.10.1 The DoFP presented a paper seeking Board approval to proceed to the award of framework contracts in seven disciplines. This collaborative group of south coast universities enhanced value for money by providing a framework covering various construction consultant disciplines for use by all members of the group. The use of the framework would be set out in individual business cases as appropriate and subject to the usual approval process. The FRC had considered and recommended the proposals. The COO confirmed that the Estates team were content to proceed with the framework.
- 5.10.2 The Board **approved** the recommendation to proceed to the award of the framework contracts as set out in the report.

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

- 5.11.1 The Anti-Bribery Policy & Procedures were **approved** with minor amendments on the recommendation of the ARG.

#### 5.12 **Annual Report to HEFCE on Prevent**

- 5.12.1 The COO presented this report. The report had been discussed and agreed by UET, Senate and ARG. It included information on communications and training in relation to Prevent duties. An internal audit of Prevent implementation had resulted in findings of substantial assurance.
- 5.12.2 The Board **approved** the report and appendices for submission to HEFCE.

#### 5.13 **Scheme of Delegation**

- 5.13.1 The Clerk to the Board presented the Scheme of Delegation which had been subject to annual review by the Clerk and COO. The University Leadership Team (ULT) had also been consulted on the draft. Only minor changes to titles were proposed.
- 5.13.2 The Board **approved** the Scheme of Delegation.

#### 5.14 **Modern Slavery Act Statement**

- 5.14.1 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.
- 5.14.2 The Modern Slavery and Human Trafficking Statement were **approved** for signature by the COO on behalf of the Board and subsequent publication on the University website.

#### 5.15 **Annual Report on Student Welfare and Wellbeing**

The Board **noted** the report and the COO expressed his thanks to the Student Services team.

## **6 COMMITTEE REPORTS**

### **6.1 Audit, Risk & Governance Committee (3 November 2017)**

The minutes were **noted**.

#### **6.1.1 Risk Register**

The risk register was **noted**.

#### **6.1.2 Amendment to Financial Regulations**

The DoFP presented an amendment to the Financial Regulations to change the authorisation levels for research and short course bids. The proposal was to delegate increased authority to Deans and Directors for approval of these bids where no commitment was being entered into at the point that the bid was submitted.

The amendment to the Financial Regulations was **approved** on the recommendation of ARG.

#### **6.1.3 Internal Audit**

*Confidential*

6.1.3.1 [confidential]

6.1.3.2 [confidential]

### **6.2 Finance & Resources Committee (27 October 2017)**

The Minutes were **noted**.

#### **6.2.1 Management Accounts**

The Management Accounts were **noted**.

#### **6.2.2 Student Journey [confidential]**

*Confidential*

6.2.2.1 [confidential]

6.2.2.2 [confidential]

6.2.2.3 [confidential]

6.2.2.4 [confidential]

### **6.3 Development Funding Committee (6 October 2017)**

The minutes were **noted**.

### **6.4 Remuneration Committee (6 July 2017) and Terms of Reference**

6.4.1 The minutes were **noted**.

6.4.2 Mr Irish advised the Board that the Committee had met again on 23rd November and

recommended an amendment to its terms of reference (tabled). To improve transparency it was proposed that non-confidential (redacted) minutes of meeting be routinely published on the University's website. They were, in any event, routinely made available under Freedom of Information requests. The amended Terms of Reference were **approved**.

6.4.3 The Chair informed Members that, in light of the changing regulatory environment and high levels of public interest, a CPD session on staff pay and senior remuneration would be presented to the next meeting of the Board in February.

**6.5 Nominations Committee (6 July 2017)**

The minutes were **noted**.

**6.6 Honorary Awards Committee: Process and Documentation**

A paper was tabled which set out recommendations from the Honorary Awards Committee for amendments to the process for the 2018 and 2019 honorary awards plus amendments to the guidance for nominations and nominations form. The revisions were **approved**.

**7 ANY OTHER BUSINESS**

7.1 The Chair advised members that, to inform his own development review and subject to Nominations Committee approval, a confidential on-line survey would be circulated to Board Members in December for them to provide 360° feedback.

7.2 Members noted that in the following week the University would mark 25 years since the inauguration of its first Vice-Chancellor. The VC advised that there was no major PR activity planned although there were some events taking place at Faculty level.

7.3 The Chair thanked Ms Stevens, Professional & Support Staff Member, on behalf of all Members for her service to the Board during her 3-year term and in particular her contribution to the BU2025 planning discussions.

**8. DATE OF NEXT MEETING**

The next Board Meeting will take place on Friday, 9th February 2018, and will be preceded by a Board Dinner on Thursday 8<sup>th</sup> February.

Clerk to the University Board  
December 2017

Approved as a true and accurate record:

..... Date:..... February 2018.....  
Prof R Conder (Chair)