

UNIVERSITY BOARD

MINUTES OF THE MEETING HELD ON FRIDAY, 8 MAY 2015

Present:	Mrs S Sutherland	Independent Board Member (Chairman)
	Mr J Andrews	Chief Operating Officer (COO)
	Mr C Appleton	Independent Board Member
	Mr G Beards	Director of Finance & Performance (DoFP)
	Mr J Clark	Independent Board Member
	Ms S Collins	Independent Board Member
	Prof R Conder	Independent Board Member
	Mr D Hines	Independent Board Member
	Dr J Knowles	Independent Board Member
	Mr T Lee	Independent Board Member (Deputy Chairman)
	Prof T McIntyre-Bhatty	Deputy Vice Chancellor (DVC)
	Dr F McMillan	Independent Board Member
	Mr D McQueen	Independent Board Member
	Dr P Rawlinson	Independent Board Member
	Prof E Rosser	Elected Senate Member
	Ms C Schendel-Wilson	President, Students' Union at Bournemouth University
	Dr R Scullion	Elected Academic Staff Member
	Dr C Shaw	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 (Items 3.1 and 3.2)
	Mr G Rayment	Corporate Governance & Committees Manager
	Mr N Smith	Sustainability Manager (Item 3.2)
	Mr J Tibbitts	Estates Project Manager (Item 3.1)
	Ms D Wakely	Clerk to the University Board
Apologies:	Dr V Culpin	

Declarations of Interest

Prof McIntyre-Bhatty, Mr Beards and Mr Clark are Directors of the University's subsidiary company BU Innovations Ltd. Mr Lee is a Director of BU Enterprise Ltd and Mr Andrews and Prof Conder are Directors of BU Residences Ltd. Mr Andrews is also a member of the Board of the Dorset Local Enterprise Partnership. Mr Appleton is a member of Talbot and Branksome Woods Residents' Association.

Mr McQueen declared that he was standing as a councillor for Winton (East) and it was noted that the result of the election held on 7th May was expected to be declared later that day, following the Board meeting. For this reason, it was agreed that he would withdraw from the meeting for the discussion at Item 3.1.

1 MINUTES OF PREVIOUS MEETINGS**1.1 Minutes of the University Board Meeting, 6 February 2015**

The minutes were approved as an accurate record.

1.2 Matters Arising and Actions Register

The Actions Register was noted. The VC advised members that Legal Services and Human Resources had been consulted on the draft revised Intellectual Property (IP) Policy and consultation would now take place with staff and Trade Union representatives before presenting the final document to the Finance & Resources Committee for information.

2 CONTEXT SETTING AND UPDATE REPORTS

2.1 VC'S BU Update Report

- 2.1.1 The VC presented his update report and highlighted key points. In respect of the General Election result, he summarised possible outcomes and implications based on the manifesto commitments set out by the Conservative party. These included possible further deregulation of undergraduate student number controls; the introduction of Postgraduate loans for taught Masters and PhDs; further reform of student visa controls; and, an EU membership referendum in 2017.
- 2.1.2 The National Student Survey final response rate had been 78.78% which was the highest ever achieved, largely thanks to the efforts of the Marketing & Communications Team. The Good University Guide had been published and showed an increase of 11 places bringing the University to 54th place. The Guardian League Table was expected to be published on 26th May, with the Times and Sunday Times following in September.
- 2.1.3 The process to recruit new Executive Deans to the Faculties of Media & Communications and Health & Social Sciences continued and it was hoped that new appointees would be in place by September. Outgoing Deans remained in post for the time being and, if necessary, interim appointments could be made if recruitment were delayed.
- 2.1.4 [Confidential minute]

2.2 Students' Union at Bournemouth University

2.2.1 President's Update Report.

- 2.2.1.1 The SUBU President presented her report and highlighted key points. Student feedback on the new Student Centre had been very positive. Full-time officer elections had taken place resulting in the President, Vice-President (Welfare) and Vice-President (Education) being re-elected for a further year.
- 2.2.1.2 The Vice-President (Lansdowne) role had been changed to Vice-President (Activities) and work was on-going to ensure a smooth transition to the new role. The change in roles was a response to the challenge inherent in the Lansdowne representative's need to combine all of the roles of the other representatives in respect of the Lansdowne site. This had resulted in a disjointed approach and it was hoped that the new model would provide greater consistency, with the full-time officers ensuring that their time was split across both Lansdowne and Talbot sites.
- 2.2.1.3 Members noted the President's report that new students had been targeted on-line by companies selling unofficial fresher's packages at inflated prices. This was a sector-wide issue and the University and SUBU were working to ensure that new students were warned of the issue.

2.2.2 SUBU Code of Practice.

The Clerk to the Board presented the revised Code of Practice for SUBU and summarised the minor amendments which had been recommended to the Board following consideration by the Audit, Risk & Governance Committee (ARG). The ARG Chairman drew Members' attention to the summary of the Board's responsibilities and advised that proposals on the future SUBU funding strategy would be presented to the

Board in July for consideration. The revised Code of Practice was **approved**.

2.3 Chairman's Report

2.3.1 Chair's Action and Use of the University Seal

The report was **noted**.

2.3.2 CUC HE Code of Governance Compliance Report

The Clerk to the Board presented the Compliance Report and directed Members to the printed copies of the *CUC HE Code of Governance* which had been distributed. ARG had considered the outcomes from the detailed mapping exercise of the University's compliance with the provisions of the Code. This showed that the University was compliant with the key elements of the Code, but there were some areas which could be strengthened as a matter of good practice. ARG agreed four recommendations to improve reporting in these areas, which were noted by the Board. The ARG Chairman endorsed the report and also directed members to a briefing note for clients which the external auditors (BDO) had provided on the implications of the Code (circulated with these minutes).

2.3.3 Board Recruitment: Appointment of new independent members

2.3.3.1 The Chairman reported that the recruitment process had successfully resulted in 43 applicants, of whom 15 had been shortlisted for interview. Six of these were recommended for appointment. It had not proved possible to recruit a suitable member with strategic estates experience, however, and the Nominations Committee would consider options to fill this skills gap which would arise when Mr Hines term on the Board ended in July 2015. Any Members wishing to view the Skills Matrix which helped to inform the recruitment round would find it on the Board recruitment website [see <https://www1.bournemouth.ac.uk/sites/default/files/asset/document/skills-matrix.pdf>].

2.3.3.2 Members noted that two of the proposed appointees were employed by the same company and the Chairman confirmed that the selection panel had considered this matter in detail. The Chairman would ensure that the issue was discussed with both candidates prior to the appointments being formalised, to ensure clarity and mitigate against any potential conflicts of interest. It was also noted that the two recommended appointees in question had been selected on the basis of their different skills and experience (one financial, one global engagement).

2.3.3.3 The Board **approved** the appointment of the following new Independent Board Members, for whom due diligence process had been satisfactorily completed, for initial terms of 3 years:

Nicholas Beal
Timothy Irish
Jean Lang
David Skinner

2.3.3.4 The Board **approved** the appointment of the following new Independent Board members, subject to the completion of the due diligence process, for an initial term of 3 years:

Annette D'Abreo
Alistair Brien

The Board **delegated authority** to the Nominations Committee to appoint members to

Committees as appropriate.

3 STRATEGIC MATTERS

3.1 Lansdowne Options Appraisal

Mr McQueen withdrew.

3.1.1 The COO reported that the Finance & Resources Committee had given their agreement to soft marketing testing to progress the project to develop a new academic building, additional student accommodation and a student hub in Lansdowne. Discussions had taken place with three potential development partners and approval was now sought to progress negotiations with one of these partners. Heads of Terms would then be developed for presentation to the Board at its meeting on 10th July 2015. Specialist external advice had been provided in respect of planning and legal issues alongside discussions with the University's own financial, procurement and legal teams.

3.1.2 [Confidential minute]

3.1.3 [Confidential minute]

3.1.4 Mr Laird and Mr Tibbitts presented the key features of the three proposals as detailed in the options appraisal (UB-1415-4-009).

3.1.5 [Confidential minute]

3.1.6 [Confidential minuet]

3.1.7 [Confidential minute]

3.1.8 [Confidential minute]

3.1.9 [Confidential minute]

3.1.10 [Confidential minute]

3.1.11 [Confidential minute]

3.1.12 [Confidential minute]

3.1.13 [Confidential minute]

3.1.14 [Confidential minute]

3.1.15 [Confidential minute]

3.1.16 The Chairman called a vote on the recommendation by show of hands. The proposal (as summarised at 3.1.12 above) was **approved** by the Board, by a large majority in excess of three quarters of those voting. The Board **noted** the likely action required in respect of the Cranborne House lease, and that this may require Board approval out of committee subject to timing.

3.1.17 The Chairman reminded members of the commercial sensitivity of the proposals and the need to observe strict confidentiality. A progress report would be presented to the FRC in June and, if necessary, additional time would be made for an extended Board

discussion at the July meeting.

Mr McQueen re-joined the meeting.

3.2 **Revised Carbon Management Plan**

3.2.1 The COO introduced this annual report which set out progress against the Carbon Management Plan (CMP) targets to reduce the University's carbon footprint by 30% by the end of 2015/16 academic year, and 40% by 2020/21. It had become clear that the University would not meet the 2015/16 reduction target, although significant progress had been made which was a notable achievement in light of the increasing size and population of the University. The 2020/21 target of a 40% reduction was still considered to be achievable and the CMP would be amended to reflect this and presented to the Board in 2015/16.

3.2.2 Members asked whether there was a financial cost associated with missing the target. Mr Smith explained that the risk of it impacting on capital funding (the HEFCE penalty) had receded but that the tax on carbon emissions had increased to £16.40/tonne. There was also a potential reputational risk which was reflected on the risk register. The Board welcomed the progress made and **approved** the report.

3.3 **Key Performance Indicators**

3.3.1 The VC presented the KPI report and highlighted that academic strength had increased by 1% to 61%. Work was on-going to consider how best to reflect the 2014 REF results and student/staff ratios in the KPIs and this would be included in the next report.

4 **OPERATIONAL MATTERS**

4.1 **Review of Governance Documents**

4.1.1 The Clerk to the Board presented the proposed amendments to the Instrument and Articles of Government, following endorsement by the University Executive Team (UET), Senate, and on the recommendation of the ARG. The proposed changes had also been agreed with the Trade Unions. Amendments to the Board's Statement of Primary responsibilities were also presented, and had been recommended by the ARG.

4.1.2 The Board **approved** the amended Statement of Primary Responsibilities.

4.1.3 The Board **approved** the amended Instrument and Articles of Government for submission to the Privy Council. Following Privy Council review, they would be re-presented to the Board for ratification.

4.2 **Barclaycard Contract**

4.2.1 The Board **approved** a new Barclaycard contract with Barclays Bank PLC trading as Barclaycard Commercial ("Barclaycard") on the recommendation of the FRC.

4.3 **Xerox Print Contract**

4.3.1 The Board **approved** a 5-year contract for print services with Xerox UK Ltd under the Crown Commercial Services framework agreement RM1599. The estimated value of the contract was [Confidential minute].

4.4 **Approval of UK/EU Undergraduate Fees**

4.4.1 On the recommendation of the Fees Board, UET and ULT, the Board **approved** the

recommendation that fees for UK and EU undergraduate entrants in 2016/17 remain unchanged at £9,000 (£6,000 for standard foundation courses and a mid-point level for exceptional courses which is currently unused). This recommendation assumed no changes in government policy. However, if any changes should arise which would impact on fees a further decision would be sought from the Board. The DVC also thanked members for their comments on the draft Fair Access Agreement which had now been submitted to the Office for Fair Access.

5 COMMITTEE REPORTS

5.1 Honorary Awards Task Group, 11 March 2015

The minutes were **noted**.

5.1.1 Honorary Award Nominations 2015

The Board **approved** the recommended nominations for 2015.

5.1.2 Honorary Awards Task Group Terms of Reference

The amended Terms of Reference were **approved**.

5.2 Remuneration Committee, 5th February 2015

The minutes were **noted**.

5.2.1 Revised Operating Framework

The revised Operating Framework was **approved**.

5.3 Nominations Committee, 5th February 2015

The minutes were **noted**.

5.4 Audit, Risk & Governance Committee, 20th February 2015

The minutes were **noted** and the Chairman confirmed that all decisions had been ratified by written resolution following the meeting as the meeting had not been quorate.

5.4.1 Risk Register

The Risk Register was **noted**.

5.5 Senate, 25th February 2015

The minutes were **noted**.

5.6 Finance & Resources Committee, 27th March 2015

The minutes were **noted**. The COO drew Members' attention to the delays impacting on the Student Journey Project and confirmed that further updates would be presented to the FRC.

5.6.1 Management Accounts

The Management Accounts were noted. [Confidential minute]

6 ANY OTHER BUSINESS

- 6.1 The Board **approved** a proposal from the DoFP that, due to reasons of timing, authority be delegated to the FRC to approve the forthcoming contract for the supply of electricity, on behalf of the Board.

- 6.2 The Board formally thanked outgoing members Dr Knowles and Mr Appleton for their many years' service to the Board.
- 6.3 Members were reminded that they were invited to the formal opening of the new student centre on 22 May and asked to submit RSVPs to the Clerk.

7 DATE OF NEXT MEETING

The next meeting of the Board will take place on **Friday, 10th July 2015**. This will be preceded by a Board dinner on the evening of **Thursday, 9th July 2015**.

Clerk to the University Board
May 2015

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Approved as a true and accurate record:

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Mrs S Sutherland (Chair)

Date:.....xxx.....