

**UNIVERSITY BOARD****MINUTES OF THE MEETING HELD ON FRIDAY, 6 May 2016**

Present:	Mrs S Sutherland	Independent Board Member <b>(Chairman)</b>
	Mr J Andrews	Chief Operating Officer (COO)
	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
	Ms S Collins	Independent Board Member
	Prof R Conder	Independent Board Member
	Miss A D'Abreo	Independent Board Member
	Mr T Irish	Independent Board Member
	Mr Stuart Jones	Independent Board Member
	Mrs J Lang	Independent Board Member
	Mr T Lee	Independent Board Member <b>(Deputy Chairman)</b>
	Prof T McIntyre-Bhatty	Deputy Vice-Chancellor (DVC)
	Dr P Rawlinson	Independent Board Member
	Prof E Rosser	Elected Senate Member
	Ms C Schendel-Wilson	President, Students' Union at Bournemouth University (SUBU)
	Dr R Scullion	Elected Academic Staff 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:	None	
Observer:	Michael Wood	Good Governance Institute

**Declarations of Interest**

*Mr Beards, Mr Clark 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. Mrs Lang declared her role as an Immigration and Asylum judge in respect of minute 2.1.6.*

*The Chairman welcomed new Independent Member Stuart Jones and Michael Wood of the Good Governance Institute who was observing the meeting as part of the on-going independent review of the Board.*

**BOARD BRIEFING SESSION: CPD Briefing - Student Engagement with Quality Assurance and Enhancement: Responding to Student Feedback**

Following on from previous Board discussions of the National Student Survey (NSS), the DVC

and SUBU President gave a presentation on how the University gathered and responded to student feedback. They set out the prevalence of student representation throughout the committee structure and how this partnership with students was a key factor in the University's decision-making and policy development. Feedback was gathered via individual students, the student representatives (approximately 1 per 20 students) and SUBU's own officers. This feedback fed into the annual academic quality cycle and programme reviews. The University also had an established Student Voice Committee (a sub-committee of Senate's Education and Student Experience Committee) whose role included the review and approval of all student surveys. In terms of the mechanisms for gathering feedback, SUBU had established the 'Go Out and Talk' initiative on particular issues, and also the Simple On-line Tool (SimOn) used by representatives to gather opinions from groups of students.

Evidence showed that students welcomed measures which showed that their views or concerns were being listened to. Their feedback had resulted in some direct improvements being made, such as changes to library opening hours, which would impact more broadly on NSS scores. Key challenges continued to be the need for universal recognition from academics of the role of the student voice as not all areas engaged equally and changing student expectations arising from the marketisation of the sector. Student participation also varied between Lansdowne and Talbot based students, which could be due to the fact that work placements formed a large part of Health & Social Sciences students' programmes. Engagement could be via different channels in a work-based environment.

## **1 MINUTES OF PREVIOUS MEETINGS**

### **1.1 Minutes of the University Board Meeting, 12 February 2016**

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

### **1.2 Matters Arising and Actions Register**

- 1.2.1 The Actions Register extract was **noted** with all items having been completed or covered under the substantive agenda items below.
- 1.2.2 The COO updated Members on progress with the Talbot Village Trust land purchase. The draft lease and agreement for lease were currently being reviewed by the legal team, some searches had been completed and the planning application was due to be submitted within the next two weeks.

## **2 CONTEXT SETTING AND UPDATE REPORTS**

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

- 2.1.1 The VC presented highlights of his report, beginning with the progress of the Higher Education Green Paper. A White Paper was expected to be published with the Queen's Speech on 18<sup>th</sup> May, alongside the detailed technical consultation on the Teaching Excellence Framework.
- 2.1.2 The consultation on changes to NHS student bursaries had been launched on 7<sup>th</sup> April and the University was preparing its response. Lord Stern's review of the Research Excellence Framework was continuing and was expected to report in late Summer.
- 2.1.3 Turning to the forthcoming EU Referendum, guidance for charities had been issued by the Charity Commission regarding political activity and engagement with the debate. The University had not taken a public position on the referendum and encouraged open debate of the issues amongst staff and students.
- 2.1.4 The VC updated Members on the recent Complete University Guide rankings and the response rate (which had been good) to the NSS.

- 2.1.5 On Estates Matters, the VC confirmed that progress was being made on the planning applications for the Poole and Bournemouth Gateway buildings. Members also welcomed the positive progress which was being made on the disposal of Cranborne House.

### **Confidential**

2.1.6 [Confidential]

2.1.7 [Confidential]

- 2.1.8 Finally, Members noted the dates for the 2016 graduation ceremonies and the COO agreed to advise the Board once the details of the Festival of Learning were available on the University's website.

<p><b>ACTION:</b> Advise Members once the Festival of Learning details were available on the University website.</p>
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<p><b>ACTION BY:</b> COO</p>
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## **2.2 Students' Union at Bournemouth University**

- 2.2.1 The SUBU President presented her regular report on SUBU activity. The results of the full time officer elections were reported, although a by-election was required for the post of Vice President Welfare following the withdrawal of the successful candidate. Two of the new officers were based at Lansdowne and, for the first time, the President was an international, post graduate student.
- 2.2.2 Other highlights included working with the Centre for Excellence in Learning (CEL) on the University's assessment criteria, and the #LiberateMyDegree campaign which was working to address inequalities in Higher Education. The University/SUBU partnership model of working had also been presented to other universities at a UUK/OFFA conference.
- 2.2.3 Members noted that feedback from students showed a high number of comments about the overall need to improve facilities and that this was being analysed with Estates. The SUBU President explained that, whilst students acknowledged the investments being made, there were concerns about the short-term impact of building works and also inequities in the facilities available in Lansdowne compared to Talbot campus.
- 2.2.4 Members asked about recent press coverage concerning controversy over the election of the NUS President. The SUBU President discussed the overall political climate of the NUS and its relationship to party politics, although she felt that there were no immediate issues for University students or SUBU arising from the NUS President election.

## **2.3 Chairman's Report**

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

The report was **noted**.

### **2.3.2 Adoption of a new University Seal and approval of authorised signatories.**

The Board **approved** the resolution, for authentication by the Chairman of the Board and the VC, to adopt the new University Seal and to extend the list of authorised signatories to include the Deputy Chairmen of the Finance & Resources Committee (FRC) and the Audit, Risk & Governance Committee (ARG). The Resolution also provided for deeds relating to estates and property matters, which would **not** otherwise

require Board level approval due to the value, to be authenticated by signature of the Director of Estates and the COO. This would **not** remove the need for any approval required under the prevailing Financial Authority Limits, which would be evidenced on the Contract Authorisation Form, for example, approval of two members of UET.

### **3 STRATEGIC MATTERS**

#### **3.1 Fair Access Agreement**

3.1.1 The DVC presented the Fair Access Agreement, previously received in draft by the Board out of committee, for ratification. One substantial amendment had been made following the circulation to the Board which limited the University's exposure on direct financial support to 50% of forecasted expenditure. The proportion of higher fee income to be spent in 2017/18 on related activity was now 24.9%.

3.1.2 The Board **ratified** the Fair Access Agreement and noted that formal approval by OFFA was expected by 31<sup>st</sup> July.

#### **3.2 Approval of Fees**

3.2.1 The Board **approved** the proposed undergraduate fees for 2017/18, unchanged at £6,000 for standard foundation programmes and £9,000 for all other undergraduate programmes, subject to OFFA approval of the Fair Access Agreement.

3.2.2 The Board **approved** delegated authority for the approval of other fees as set out in section 5.1, table 1, of the paper.

3.2.3 At the request of the Board it was agreed that the subsequent proposals for 2018/19 fees would be brought to the February Board meeting, and would include information on the general principles and strategy for setting fees used by those to whom authority had been delegated.

**ACTION:** Proposals for delegations to be presented to February meeting for approval, including information on the general principles and strategy for fee setting.

Proposals for fees then to be presented to the May meeting (concert with the FAA).

**ACTION BY: DVC**

#### **3.3 Key Performance Indicators**

3.3.1 The DVC presented the KPI report and Members noted that under-reporting of activities by academics remained an issue in respect of the elements which comprised the Academic Strength KPI. The DVC set out the key measures which were being undertaken to improve reporting. Members **noted** the report.

### **4 OPERATIONAL MATTERS**

#### **4.1 Information Security Policies**

4.1.1 The COO presented three policies for approval on the recommendation of the ARG – the Information Security Policy; Acceptable Use Policy; and the BU Staff and Authorised Users Information Security Policy.

4.1.2 He explained that these covered information in the widest sense, not just digital information, and that they also included Board Members within their scope. Following discussion at ARG, work was now in-hand to improve the security of Board

communications and ensure compliance. All external members would be issued with BU e-mail accounts to facilitate this and Ms Troy, Mr Skinner, Mrs Lang, Mr Beal and Ms Collins all agreed to participate in user-testing of the new system. Members would also be issued with tablet devices, or provided with the facility to securely access the system through their own personal devices if they preferred. Members also asked that the new system include a facility to annotate papers, such as the 'Notability' app.

- 4.1.3 The Board **approved** the policies subject to the amendment of section 4.6 of the Acceptable Use Policy to include an explicit reference to cyber bullying in the list of examples of unacceptable use. The Board also **approved** delegated authority to the ARG to review and approve future amendments to the policies.

**ACTION:** Amend section 4.6 of the Information Security - Acceptable Use Policy to include cyber bullying.

**ACTION BY:** COO

## 4.2 Financial Regulations

- 4.2.1 The DoFP presented the amended Financial Regulations on the recommendation of the ARG and summarised the revisions which were primarily updates to references and titles. The Board **approved** the Financial Regulations.

**ACTION:** Publish the updated Financial Regulations.

**ACTION BY:** DoFP

## 4.3 Vision 4 Learning Business Case

- 4.3.1 The DVC presented these proposals following discussion at FRC. He explained that the project to procure and implement a new Virtual Learning Environment (VLE) would provide a student/staff portal for the management of Units and learning resources and as such, would impact on the student and staff experience. The University's current system Blackboard (branded as 'MyBU') had been in place for over 10 years and public procurement regulations required that it be re-tendered as well as an operational need to ensure access to optimum technology for students and staff. The project, therefore, comprised a new 10 year contract, plus associated change management activity already completed, over a total period of 11.5 years.

- 4.3.2 Approval was being sought in principle for forecast expenditure of [confidential], but whether this was capital or revenue funds depended on the technological solution procured. Following discussion at FRC, an additional [confidential] had also been added to the budget in respect of contingency for exchange rate risks. The DoFP explained that the costs would impact on the Income & Expenditure (I&E) Account, either in the form of revenue or as depreciation on capital, and estimated that this would result in [confidential] change to the I&E account per annum. The details would be presented in the 2016/17 budget to be presented to the FRC and Board in June/July with assurance that the expenditure would fit within the approved corridor of affordability. A further pause point would be provided in November prior to the commitment to the contract following the tender. The Chairman made it clear that the Board could not endorse expenditure unless it was clear what the impact would be on other projects and activities.

- 4.3.3 Dr Rawlinson confirmed that the FRC had unanimously supported the need for the project to proceed and understood the importance of the VLE and its impact on staff and students, as well as the need to ensure compliance with statutory requirements. However, the financing remained unclear in respect of how much would be substituted from other activities.

4.3.4 The Board **approved** in principle a project budget of [confidential] over 11.5 years and asked that further clarity on funding be provided with the submission of the 2016/17 budget.

#### 4.4 **Gas and Electricity supplies**

4.4.1 The Board **approved** the extension of the Flexible Gas Supply agreement and delegation of authority to commit to the electronic auction for electricity to the DoFP or, in his absence, the Head of Procurement.

### 5 **COMMITTEE REPORTS**

#### 5.1 **Honorary Awards Task Group (9th March 2016)**

##### 5.1.1 **Honorary Award Nominations 2016**

The Chairman presented the nominations for 2016's Honorary Awards as recommended by the Task Group and approved by Senate. She confirmed that satisfactory due diligence checks had been undertaken on the nominations. The Board **approved** the nominations.

##### 5.1.2 **Honorary Awards Task Group Terms of Reference**

The Board **approved** the revised Terms of Reference including the change of name to Honorary Awards Committee.

#### 5.2 **Remuneration Committee (11<sup>th</sup> February 2016)**

5.2.1 The minutes were **noted**.

#### 5.3 **Nominations Committee (11<sup>th</sup> February 2016)**

The minutes were **noted**. The Chairman reminded members that there were 2 forthcoming vacancies on the Remuneration Committee (RemCom) and that, if necessary, consideration would be given to co-opting appropriate external members (non-Board members) to the Committee. It was important that any candidates to be members of RemCom had appropriate experience in senior level remuneration and expressions of interest were sought from independent Board members together with any recommendations for possible external candidates.

The Chairman also advised Members that work was progressing on the next round of recruitment for new independent members to join the Board. The details and link to the recruitment website would be circulated to members when available should they wish to share them with any prospective candidates.

**ACTION 1:** Expressions of interest in joining the Remuneration Committee, or recommendations for possible external co-options, to be submitted to the Clerk to the Board.

**ACTION BY: Independent Members**

**ACTION 2:** Circulate details of Board Member recruitment website and application process to Members when available.

**ACTION BY: Clerk to the Board**

#### 5.3.1 **Terms of Reference and Board and Pro-Chancellor Appointments**

The Nominations Committee's revised Terms of Reference were **approved**.

#### 5.3.2 **Committee Memberships**

*Dr Shaw withdrew from the meeting*

The Board **approved** the appointment of Dr Shaw to the Development Funding Committee.

*Dr Shaw re-joined the meeting.*

#### 5.3.3 **Pro-Chancellor appointments**

The Board **approved** the extension of the terms of office of Pro-Chancellors Giles Sturdy and Peter Harvey to 31st December 2017.

#### 5.3.4 **Re-appointment of Board Members**

*Dr Shaw and Ms Troy withdrew from the meeting.*

The Board **approved** the appointment of Dr Shaw and Ms Troy for a second term of three years commencing 1st July 2016.

*Dr Shaw and Ms Troy re-joined the meeting.*

#### 5.3.5 **Appointment of ARG Chair**

*Mrs Lang withdrew from the meeting.*

The Board **approved** the appointment of Mrs Lang to the Chair of the Audit, Risk & Governance Committee from 9th July 2016.

*Mrs Lang re-joined the meeting.*

### 5.4 **Audit, Risk & Governance Committee**

#### 5.4.1 **Terms of Reference**

The Terms of Reference were approved.

#### 5.4.2 **Risk Register**

The Risk Register was noted. The DVC agreed to send the previous papers on the Risk Appetite framework to new Board Members. The DVC and Chairman also agreed to consider out-of-committee the timing of reports from the Risk Management Steering Group to the Board (to minimise the current time-lag) and also the format of the risk register so that it is easier to read on electronic devices.

**ACTION 1:** Circulate Risk Appetite Framework to new Board Members.

**ACTION BY:** DVC

**ACTION 2:** To consider with the Chairman out-of-committee the timing of reports from the Risk Management Steering Group to the Board (to minimise the current time-lag) and also the format of the risk register so that it is easier to read on electronic devices.

**ACTION BY: DVC**

**5.4.3 Dorset LEP Incorporation Update**

The VC confirmed that the Dorset LEP incorporation had been approved by the Board via written resolution and was now being implemented.

**5.5 Senate (24<sup>th</sup> February 2016)**

The VC highlighted the debate on the timing of assessment re-takes for students and the debate in relation to students becoming disaggregated from the cohort with which they started their programme. There was a second debate on the duration of placements. The SUBU President agreed that the debates had been helpful and that the issues impacted on student experience. The minutes were **noted**.

**5.6 Finance & Resources Committee (15<sup>th</sup> April 2016)**

The minutes were **noted**.

**5.6.1 Management Accounts**

The DoFP confirmed that the reduction in the HEFCE grant for 2015/16 had been announced in April and was very minor. It was possible that it could be higher in future years, however, and this would be kept under review.

**6 ANY OTHER BUSINESS**

Members asked about reports of thefts on campus. The COO responded that levels of theft were generally low. The incident in question had occurred from a building where a contractor was responsible for security, and the stolen items of equipment had been recovered subsequently, so no loss had resulted for the University.

**7 DATE OF NEXT MEETING**

7.1 The next Board Meeting will take place in the Board Room, 5th Floor, Poole House, on Friday 8th July 2016 at 9.00am.

Clerk to the University Board - May 2016

Approved as a true and accurate record:  
..... Date:.....  
Mrs S Sutherland (Chair)