

UNIVERSITY BOARD

MINUTES OF THE MEETING HELD ON FRIDAY, 5 May 2017

Present:	Prof R Conder	Independent Board Member (Chair)
	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 (Item 4.8 onwards)
	Mr J Clark	Independent Board Member
	Mrs S Collins	Independent Board Member
	Miss A D'Abreo	Independent Board Member
	Prof J Hölscher	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 (Deputy Chair)
	Prof T McIntyre-Bhatty	Deputy Vice-Chancellor (DVC)
	Mrs A Oloyede	Independent Board Member
	Prof E Rosser	Elected Senate 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 S Laird	Director of Estates (DoE) (Items 4.1 and 4.2a/b)
	Mr G Rayment	Corporate Governance & Committees Manager
	Ms D Wakely	Clerk to the University Board
Apologies:	Dr C Shaw	Independent Board Member

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. Ms Collins' son has been offered a place on a BU undergraduate degree programme.

Welcome

The Chair welcomed Independent Member Mr Kane to his first meeting of the Board.

*A revised and re-ordered agenda was **tabled** with an additional item 4.2(b), Update on the Bournemouth Gateway Building.*

1 MINUTES OF PREVIOUS MEETINGS**1.1 Minutes of the University Board Meeting, 10 February 2017 [UB-117-4-001]**

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

1.2 Matters Arising and Actions Register [UB-117-4-002]

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.

2 CONTEXT SETTING AND UPDATE REPORTS

2.1 VC's BU Update Report – Confidential [UB-117-4-003]

- 2.1.1 The VC presented highlights of his update report. Uncertainty remained regarding the impact of Brexit and the effect on international students and staff, although the announcement that EU students starting in 2018/19 would remain eligible for student loans and pay the same fees as UK students was welcomed.
- 2.1.2 The Higher Education (HE) and Research Bill had been passed by Parliament ahead of the dissolution for the general election. The proposed amendment to remove international students from the net migration figures had not been accepted. There would be a formal review of year 2 of the TEF and the introduction of differentiated fee caps had been deferred until September 2020. Due to the general election, the TEF outcomes were not now expected to be announced until mid-June and BU anticipated receiving a bronze or silver ranking. It was possible that the review of TEF year 2 may result in a change in the terminology used for the rankings.
- 2.1.3 The Government had launched its Industrial Strategy Green Paper to which BU had responded (in collaboration with Dorset Local Enterprise Partnership) focusing on the need to capitalise on existing structures and projects and make the most of local strengths.
- 2.1.4 BU had responded to the HEFCE consultation on the Research Excellence Framework (REF) 2021, recommending that all staff (with teaching or research responsibilities or both) should be returned rather than just 'research-active staff'. This would address concerns that the proposal to return research active staff may encourage institutions to employ teaching-only staff.
- 2.1.5 Turning to internal developments, the VC reported on recent league table results. BU had retained its place in the Times Higher Education (THE) Young University rankings and the Complete University Guide 2018 where it remained 4th in the South-West. BU also rose 20 places in the THE Student Experience Survey 2017.
- 2.1.6 The VC drew Members' attention to the forthcoming Festival of Learning and Festival of Enterprise. Invitations would be issued to Members, who were also invited to attend the continuing inaugural lecture series (further details were contained in the report). The Festival of Learning was free to attend and did not generate revenue, but still represented a good investment for the University in terms of regional engagement and public relations. Prof Rosser also advised Members of the Global Challenge Summit which was currently taking place, aimed at HSS students and focusing on three UN Sustainable Development Goals.
- 2.1.7 Finally, the VC thanked Members for their input into the Strategic Planning Seminar which had taken place on 4th May and reminded Members that any further feedback could be submitted directly to the Chair. The responses to the points raised would be presented at the next seminar on 6th July where the Board would be joined by the members of the University Leadership Team, Senate and some Head of Department representatives. This session would focus on fusion themes and academic investment, with table-based group discussions feeding back into plenary sessions. Members asked whether the discussions should include consideration of possible developments beyond 2025, such as technological advances. The VC agreed that this was an important thread to the discussions and explained that Faculty Academic Boards had been asked to consider possible developments through to 2050.
- 2.1.8 The VC's Update Report was **noted**.

2.2 SUBU Update Report [UB-117-4-004]

- 2.2.1 Before inviting the SUBU President to present his report, the Chair noted that it contained a section concerning issues which had arisen in relation to the recent Sabbatical Officer elections. The Clerk to the Board explained that this was an on-

going issue under consideration by SUBU's own Board of Trustees and advised that given the timing of their meeting it would not be appropriate for the Board to discuss the matter at that time. The Clerk to the Board would present a formal report on the SUBU election to the Board at its July 2017 meeting.

- 2.2.2 The SUBU President highlighted other key areas of his report to the Board. SUBU had received nominations for the NUS Most Internationalised Union of the year and for a National Diversity Award for its work with the LGBT community.
- 2.2.3 The Chair welcomed the innovative work being undertaken by SUBU and the University on mental health and wellbeing.
- 2.2.4 The SUBU President's report was **noted**.

2.3 **Chair's Report**

2.3.1 **Chair's Action and Use of the University Seal [UB-117-4-005]**

The Board **noted** the report

3 **STRATEGIC MATTERS**

3.1 **Key Performance Indicators [UB-117-4-007]**

- 3.1.1 The VC presented the KPI report and highlighted that the percentage of student space classed as condition A or B had increased by 6% to 86%, against a sector benchmark of 78%, which reflected the investment in the BU Estate and the Fusion Building. It was noted, however, that this was 'time-limited' in so far as continuing investment in order to maintain the quality of the estate would be required in future in order to maintain this PI score.
- 3.1.2 Members noted that it was becoming apparent that not all of the KPIs for BU2018 would be achieved. The VC explained that, in drawing up these KPIs the Board had aimed to achieve a balance between metrics that were achievable whilst still being aspirational. It was felt essential that KPI 1 (Academic Strength) be set at 100%, but with a diverse range of PIs sitting beneath it. It had been agreed that there would be no 'compensation' between these PIs and a deficit in one could not be compensated for by over-achievement on another. The target set for PI 7 (Students undertaking international activity) had been particularly ambitious at 20% but had been considered a proxy for a wider transformational change. All of the KPIs would be reviewed as part of the BU2025 discussions. Board Members broadly agreed that it was important that KPIs remained aspirational, even if it meant that they were not always achieved.
- 3.1.3 The Chair noted that the BU2018 target for KPI 4 (Average UCAS tariff points) of 300 was less than the sector benchmark of 360-419. The DVC explained that this was based on the old UCAS 'BBB' tariff. He clarified the benchmark figures and explained that the benchmark tariff range was marginal with 19.61% of the sector within the 360-419 range compared to 19.55% in 300-359.
- 3.1.4 Members also asked about completion rates and what others in the Sector were doing to achieve higher rates than BU. The VC explained that University policy was being reviewed regarding progression between years when students had not obtained all required credits with a view to students being able to continue with their existing cohort whilst making up credits in appropriate cases.
- 3.1.5 The Board **noted** the report.

3.2 **Report back on written resolution re: approval of Fair Access Agreement [Verbal report]**

- 3.2.1 The DVC thanked all Members for their responses to the written resolution on the Fair

Access Agreement. He confirmed that the resolution had been passed.

3.3 **Approval of Fees [UB-117-4-006]**

- 3.3.1 The DVC presented his report on the review of UK and EU Undergraduate Fees for 2018/19. He highlighted that, as anticipated in the previous year, all other eligible Universities had accepted the allowable inflationary fees increase, although some had applied the increase to continuing students as well as new ones. BU policy continued to be that fees would not increase for students after entering the University which was considered to be appropriate from both an ethical and a consumer regulation perspective.
- 3.3.2 [confidential]
- 3.3.3 [confidential]
- 3.3.4 [confidential]
- 3.3.5 The Board **approved** the recommendation for fee levels for UK and EU undergraduate students for 2018/19 as set out in the paper [confidential]. The Board **noted the dissent** of the SUBU President.

4 **OPERATIONAL MATTERS**

4.1 **Poole Gateway Building Business Case [UB-117-4-008]**

- 4.1.1 The COO presented this Business Case which sought approval for total project funding of [confidential]. The building would provide high quality collaborative spaces for use by all Faculties as well as specialist technical space for Media and Science & Technology. It would also provide a new gateway at the eastern end of the Talbot Campus. He reminded Members that this request for approval represented the final pause point of the project.
- 4.1.2 Total project costs had increased from the [confidential] estimated in the earlier outline business case approved by the Board in February 2016 and a detailed breakdown of the additional costs was presented in the Business Case (sections 1.1.11 and 1.1.12). These arose largely from changes in the balance of the type of accommodation being provided (more space with higher technical specification) and included the additional requirements for fire sprinkler and security access systems, specialist acoustic construction, BREEAM requirements and the technical complexity of the media studios. Details of the borrowing to fund the project were set out separately in the report presented by the DoFP at agenda item 4.4, Replacement of Revolving Credit Facility.
- 4.1.3 The additional cost was available within the existing Estates Development Framework (EDF) envelope through reallocation of some budgets, savings from the removal of the energy centre project and the use of some project contingency. The delivery of other elements of the EDF would not be affected.
- 4.1.4 Mr Skinner confirmed that the Finance & Resources Committee (FRC) had scrutinised the business case and had also been assured that the additional costs were available within the EDF envelope, including [confidential] of the available contingency. It was recognised, however, that delivery of the building on budget would remain challenging, therefore the remaining contingency budget was welcomed. The FRC had recommended the business case to the Board for approval.
- 4.1.5 Mrs Lang enquired about the project risk that the budget envelope was insufficient (as listed at 3.6.1 of the business case) and what mitigation measures were in place. The COO explained that the University was working with Gleeds and treating this risk through the procurement process. Mr Laird also pointed out that the project was now at a stage where the design work had been completed and that contingency funds were available within the budget if needed.
- 4.1.6 The Board **approved** the total project funding of [confidential] (including VAT) to enable

the execution of the Delivery Agreement with Willmott Dixon in May 2017. This sum included the [confidential] already approved. Approval was subject to satisfactory completion of contractual matters with the contractor.

4.2 **The Talbot Campus Landscaping Project Change Request [UB-117-4-009]**

4.2.1 The COO presented this change request which sought to extend the programme to September 2017, reduce the scope of the project and increase the total capital project budget by [confidential] (to be funded from the landscape budget of the EDF). The request had arisen due to a number of issues including the complexity that had emerged with the demolition of the Open Access Centre. A subsequent review had resulted in measures to strengthen the project management of the programme. Mr Skinner confirmed that the FRC had reviewed the change request and recommended it to the Board.

4.2.2 The Board **approved** the request to;

- extend the programme to September 2017;
- reduce the scope and omit the Sir Michael Cobham Library courtyard works;
- increase the total capital project budget by [confidential], to be funded by the remaining landscape budget from the EDF envelope.

4.2b **Bournemouth Gateway Building (BGB) Update – Strictly Confidential [Verbal report]**

4.2.3 [confidential]

4.2.4 [confidential]

4.2.5 [confidential]

4.2.6 [confidential]

4.2.7 [confidential]

4.2.8 The Board **noted** the verbal report and **delegated** scrutiny of the change in risk profile of the project to the FRC.

ACTION: Provide a report to FRC on developments with the appointment of a contractor for the BGB project, the impact on the risk profile of the project and any appropriate legal advice, for urgent consideration by FRC.

ACTION BY: COO

4.3 **Code of Practice on Freedom of Speech (CoPFS) [UB-117-4-010]**

4.3.1 The COO reported that the CoPFS was operating effectively and some minor amendments as set out in the document were proposed to the Code on the recommendation of ARG. It was also proposed that future presentations of the Code to the Board were moved to the Autumn meeting to coincide with the annual report on Prevent meaning that the next review of the Code would be due in November 2018. The SU President asked how the University ensured that certain groups were not unfairly targeted by the CoPFS and what the policy was in respect of safe spaces. The COO explained that it was his role to approve designated events which were defined within the Code. No event had been cancelled to date and the University worked hard to ensure that a balanced approach was taken to enabling events to proceed in a safe and lawful manner.

4.3.2 The Board **noted** the review and **approved** the amendments to the Code on the recommendation of ARG and the change of timing for future annual submissions which would mean that the next review by the Board would be in November 2018.

4.4 **Replacement of Revolving Credit Facility (RCF) [UB-117-4-011]**

- 4.4.1 The DoFP presented this report setting out the proposed approach for the replacement of the RCF and funding to support the University's capital expenditure programme. [confidential].
- 4.4.2 QMPF had been engaged to advise on the current market and make recommendations on the funding options available and a summary of those 6 options was set out in the report. It was expected that banks would be invited to tender on the basis of the final three options (4 to 6). A firm proposal would be brought to the June meeting of the FRC and July Board for approval. Mr Skinner confirmed that FRC had endorsed the suggested approach.
- 4.4.3 At the request of Members it was agreed that this proposal would include further information on affordability to include stress testing, particularly in light of the dependence on assumptions regarding student recruitment.

ACTION: Report to the June FRC and July Board on proposals to replace the RCF to include further information on affordability to include 'stress testing' of financial assumptions.

ACTION BY: DoFP

- 4.4.4 The Board **noted** the proposed approach for the replacement of the RCF.

4.5 **Electricity Contract [UB-117-4-012]**

- 4.5.1 The DoFP presented this report and explained that the current electricity supply contract was due to expire in October 2017, but that an option existed to procure a new contract earlier via a purchasing consortium. Given the volatility of energy prices it was recommended that delegated authority be given to the DoFP to procure a new contract earlier in the event that prices fell. Delegated authority would be capped at no more than [confidential].
- 4.5.2 The Board **approved** delegated authority to the DoFP and/or the Head of Procurement to negotiate and commit to a 12 month fixed price electricity supply contract to commence 1 October 2017, [confidential]

4.6 **Audio Visual Contract: Framework Extension [UB-117-4-013]**

- 4.6.1 The COO presented this proposal to extend the existing AV contract. He confirmed that the University was pleased with the performance of the supplier under the call-off contract.
- 4.6.2 The Board **approved** the award of a two-year extension to the GV Multimedia framework contract on the basis of the current extension option in the original AV contract (which is for two one-year extensions) on the recommendation of FRC. Estimated total expenditure during the two year extension period was [confidential]
- 4.6.3 (including VAT).

4.7 **Security Guarding Services [UB-117-4-014]**

- 4.7.1 The COO presented this proposal to award a new contract for Security Services as a result of the previous provider going into administration. A full EU restricted tender process had been undertaken resulting in the proposal to award the contract to Mitie Security Limited.
- 4.7.2 The Board **approved** the award of the four-year contract for security manned guarding services to Mitie Security Limited (estimated four-year cost[confidential] (excluding VAT)) on the recommendation of FRC.

4.8 **Research Project: HMS Invincible [UB-117-4-015]**

- 4.8.1 The DVC presented this report which sought the Board's approval to enter into a funding agreement with the Maritime Archaeology Sea Trust (MAST) to collaborate on a project for the excavation of the wreck of HMS Invincible. The project would be led by a BU Associate Professor and the University would receive funding of [confidential]
- 4.8.2 The Board **approved** the University's entry into the Funding Agreement with MAST.

5 **COMMITTEE REPORTS**

5.1 **Nominations Committee (9 February 2017) [UB-117-4-020]**

The Minutes were **noted**.

5.1.1 **Terms of Reference [UB-117-4-021]**

The amended Terms of Reference for the Nominations Committee were **approved**.

5.1.2 **Pro Chancellor Appointments [UB-117-4-022]**

The Board **approved** the appointment of Sue Sutherland and Jennifer Coombs as Pro-Chancellors for initial terms of 5 years commencing 6th May 2017.

5.1.3 **Committee Memberships [UB-117-4-023] and Development Funding Committee Membership (Tabled) [UB-1617-4-032]**

An additional paper was tabled on the membership of the Development Funding Committee. The Board **approved** the co-option of Charles Hunter-Pease OBE to the DFC for a term of three years commencing 6th May 2017.

Mr Furniss withdrew from the meeting

The Board **approved** the appointment of Mr Furniss as Deputy Chair to the FRC.

Mr Furniss re-joined the meeting

Mr Jones and Mr Clark withdrew from the meeting

The Board **approved** the inclusion of Mr Clark and Mr Jones in the named pool of four FRC Members to provide out of committee approval of research projects under Note 2 of the Financial Authority Limits, Research Projects, from 6th May 2017.

Mr Jones and Mr Clark re-joined the meeting

Prof Rosser withdrew from the meeting

The Board **approved** an extension to Prof Elizabeth Rosser's term of office as Senate representative to the Board to 31st July 2018.

Prof Rosser re-joined the meeting

5.2 **Honorary Awards Committee (24 November 2016) including Honorary Award Nominations 2017 [UB-117-4-016]**

The Minutes were **noted** and the Board **approved** the recommendations for the 2017 Honorary Awards. Details of awards would remain confidential until the awards were publicly announced before the University's graduation ceremonies.

5.3 **Remuneration Committee (24 November 2016) [UB-117-4-018]**

The minutes were **noted**.

5.3.1 Amendment to Operating Framework [UB-117-4-019]

The Board **approved** an amendment to the Committee's Operating Framework.

5.4 Audit, Risk & Governance Committee (ARG) (3 March 2017) [UB-117-4-024]

The minutes were **noted**.

5.4.1 Terms of Reference [UB-117-4-025]

The amended Terms of Reference for the ARG Committee were **approved**.

5.4.2 Risk Register [UB-117-4-026]

The risk register was **noted**.

5.5 Senate (22 February 2017) [UB-117-4-027]

5.5.1 The VC and Prof Rosser presented the minutes of the Senate meeting, which included discussions on BU2025, TEF (particularly metrics), REF (and the challenges arising from the Stern review) and Global BU. Members noted that, during the discussion on TEF metrics (5.2.14), Senate had noted the increasing requirement for data and information in order to complete the necessary submissions. Prof Rosser explained that this was a challenge as some of the data was not readily available and further consideration was being given to addressing this. The DVC added that discussions around what was measured, particularly in terms of information on impact, would form part of the development of BU2025.

5.5.2 Members also noted that, during Senate's discussion on BU2025 (4.2.17), the SU VP (Education) had raised the possibility that not all students recognised Fusion and the role of research in education. The launch of BU2025, therefore, presented an opportunity to promote Fusion to students. Prof Rosser explained that Fusion was reinforced at student induction and presentations were shared. The continuing challenge was to reinforce the Fusion brand message consistently.

5.5.3 The Senate minutes were **noted**.

5.6 Finance & Resources Committee (7 April 2017) [UB-117-4-028]

The Minutes were **noted**.

5.6.1 Management Accounts [UB-117-4-029]

The Management Accounts were **noted**. Members noted that the non-established staff costs were not on budget and the DVC explained that this was being addressed through the ongoing work to convert part-time hourly paid staff (primarily teaching staff) to fractional contracts. Mr Irish asked if the IR35 (intermediaries legislation) had impacted on the University and the COO explained that work on this was ongoing and would be reported to FRC as appropriate.

5.6.2 Terms of Reference [UB-117-4-030]

The amended Terms of Reference for the FRC Committee were **approved**.

5.7 Developing Funding Committee [UB-117-4-031]

The minutes were **noted**.

6 ANY OTHER BUSINESS

6.1.1 [confidential]

7. DATE OF NEXT MEETING

The next Board Meeting will take place on Friday, 7th July 2017, and will be preceded by a Strategic Planning Seminar and Board Dinner on Thursday 6th July.

Clerk to the University Board
May 2017

Approved as a true and accurate record:

..... Date:..... July 2017.....
Prof R Conder (Chair)