



CONFIRMED (REDACTED) Redacted for publication

UNIVERSITY BOARD

Minutes of a meeting held on 29 November 2024

CONFIDENTIAL

Members Present

David Furniss (Chair)	Chair of the University Board
Karima Fahmy (Deputy Chair)	Independent Board Member (via MS Teams)
Dr David Crosby	Independent Board Member
Esther Chinenye Isaiah	President, Students' Union Bournemouth University
Prof Lois Farquharson	Academic Staff Board Member
Maggie Frost	Independent Board Member
Nick Frost	Independent Board Member
Nick Golding	Independent Board Member
Prof Alison Honour	Vice-Chancellor (VC)
Karl Hoods	Independent Board Member
Simon Jackson	Independent Board Member
Stuart Jones	Independent Board Member
Sara Luder	Independent Board Member (Items 1 and 2)
Jo Pretty	Independent Board Member
Susie Reynell	Finance Director (FD)
Dr Carly Stewart	Senate Board Member
David Smith	Independent Board Member (Items 1 and 2)
Deborah Warman	Independent Board Member
Robert Williams	Independent Board Member

In attendance

Mark Corver (dataHE, Item 2.1); Jon Price (Interim Chief Operating Officer (ICOO)); Deborah Wakely (Clerk to the Board); Kimberly Downton (Deputy Clerk to the Board); Geoff Rayment (Senior Governance Manager).

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

24/013 The Chair welcomed Members to this extended meeting of the Board. Apologies were noted from Joyce Napa. Sara Luder and David Smith had also given notice that they would need to leave the meeting at the lunch break. Due to the reserved nature of some of the business under discussion those in attendance was limited to: Jon Price, Deborah Wakely and Geoff Rayment. The Deputy Clerk to the Board, Kimberly Downton was also in attendance but would withdraw for the reserved business.

24/014 The Chair confirmed that the meeting was quorate, and would remain so for its duration. Members were invited to declare any new interests or interests relevant to the agenda items. As the meeting papers included the Financial Statements of the subsidiary companies for information, it was noted that Susie Reynell, Carly Stewart and Stuart Jones were Directors of BU Community Business Ltd and Susie Reynell and Karl Hoods were Directors of BU Innovations Ltd. There were no other declarations of interests.

2. Strategic and Financial Planning

2.1. Presentation by dataHE (HE Sector consultant on data analysis)

24/015 Mark Corver of dataHE joined the meeting and presented to the Board on his analysis of the University's student recruitment data and implications for future recruitment and strategic planning. Key points from the data were:

- Having been relatively stable since 2016, overall student intake fell by 16% in 2024.
- The fall was driven almost entirely by a drop in the number of English 18 year olds.
- The reduction was mirrored by a fall in market share.
- The fall in numbers of applicants was modest, but there was a large fall in the numbers of 'captures'.
- Regionally, the fall in market share for students from the South East region was very marked.
- Clearing intake numbers were relatively small, with the reduction being driven by 'firm' choice students and low post-results additions. Clearing did not fill the gap.
- The University's grade profile remained stable relative to the Sector.
- International FT/UG recruitment was strong with a growing concentration from a handful of source countries – e.g. India and China.
- In terms of outlook, different scenarios were presented with 2024 as a one-off with market share returning to 'normal' and no growth; a 'new normal' (i.e. a permanent loss of market share) followed by gradual decline; or a one-off followed by market share bouncing back in future years. Variability was to be expected (and should be built into forecasts/financial contingencies) over future years.

24/016 Members discussed the presentation and the possible reasons for the decline in recruitment, with Mr Corver noting that there was no obvious pattern of reduction across particular subjects. With the population of 18 year olds increasing, the University should have expected modest growth. Members asked if tariff rates might be a factor but Mr Corver confirmed that there had been no major changes in tariffs in 2024, with BU remaining on the medium/low tariff cusp. Members discussed the extent to which this was the 'new normal'. The VC felt that it was for now but the new strategic plan provided the opportunity to make changes over time and improve BU's performance in the Sector but that it would take time to bounce back. The Board **noted** the presentation and the Chair thanked Mr Corver.

2.2. BU 2035 and Financial Recovery Plan (VC)

24/017 The VC gave a presentation highlighting key points from the latest sector data, development of the strategic plan and how these informed the proposed Financial Recovery Plan. Key points were as follows:

- Sector context – the recently announced UG Fees uplift would do little to change the overall financial picture. Financial forecasts across the HE had, in the view of the OfS, been overly optimistic and 72% of providers were now expected to be in deficit in 2025/26. Institutions were being encouraged by the OfS to review and re-submit their forecasts in light of the emerging position. High tariff institutions continued to perform better than others.
- International recruitment held firm overall and BU was on track to meet its target for January UG starters but it was important to consider diversification.

- The Secretary of State for Education had set out her expectations to Institutions (letter appended to the VC's update report at item 6.1 below). The 5 key points, which BU would seek to address through its strategic plan, were:
 1. Play a stronger role in expanding access and improving outcomes for disadvantaged students.
 2. Make a stronger contribution to economic growth.
 3. Play a greater civic role in their communities.
 4. Raise the bar further on teaching standards, to maintain and improve our world-leading reputation and drive out poor practice.
 5. Underpinning all of this needs to sit a sustained efficiency and reform Programme.
- A majority of Institutions were restructuring and adapting to meet the expectations that they would address waste and give greater transparency and accountability on value for money.
- The University's current financial position was summarised [Redacted].
- Stakeholder workshops had taken place with staff and students and the outcomes were being analysed with key themes emerging [Redacted].
- The next steps and timeline for further development of the strategic plan were set out, with the aim of bringing the final version to the Board for approval at its meeting on 23 May 2025.
- Summary of key recommendations:
 - [Redacted]

24/018 The Chair noted that the Board had reviewed the content of the current financial state of the University and invited Members to consider the recommendations [Redacted].

24/019 The Board discussed marketing approaches, noting the need to consider the total student journey and linking to the points in the Secretary of State's letter. Ideas included [Redacted].

24/020 [Redacted].

24/021 [Redacted].

24/022 The academic staff member highlighted the importance of building on existing strengths and ensuring that staff were supporting the strategy. The Fusion concept was one that some staff held conceptually close and they welcomed the link of research to pedagogy, although workload planning was something that needed to be reviewed. The VC, however, felt that there had not been strong support for Fusion from staff at the strategy workshops and, moreover, the concept was not well understood by students. The VC expressed concern that the Fusion approach had lacked the necessary focus on student experience and student outcomes and needed to be re-positioned.

24/023 On student experience, Members noted that the current placement guarantee had been a strength (particularly as it gave a link to industry and job opportunities) and the SUBU President agreed that paid placements were important to students along with research opportunities, although there was a lack of understanding of the influence of research outcomes on pedagogy. Members questioned whether there was a risk of attrition for the research element of fusion, but the VC assured the Board that there was no plan to move away from research, rather a more strategic approach was being proposed to improve the return on investment and address the long-standing under-performance on research income.

24/024 In summary, the Chair stated that the Board was generally supportive of the direction of travel, but not yet fully convinced that all the necessary evidence and details were in place to support the proposals [Redacted]. A Member asked for further clarity on the overarching purpose to sit above the four strategic pillars and another Member asked for further clarity on how a "Modern" typology would be conveyed to students in a way that resonated with them. Members also agreed that KPI targets for a 10-year period alone would not allow for effective monitoring and would need to be supported by interim targets and

milestones. Members would also welcome appropriate input from external third parties on the strategic planning process, along with any case-studies or evidence of overseas Institutions who had successfully adopted a strategy of becoming a digital leader.

Action: Future strategic planning discussions to include further information on the questions raised by Members above including:

- Evidence/details to support proposals, including [Redacted].
- Possible input from third parties to provide an external perspective.
- Draft KPIs to include interim targets/KPI review over the 10 year plan period.

Action by: UET

RESERVED BUSINESS – CONFIDENTIAL

Prof Farquharson, Dr Stewart and Mrs Downton withdrew from the meeting for the VC's second presentation and discussion.

[Redacted]

The meeting adjourned for lunch and Mr Smith and Mrs Luder withdrew. Prof Farquharson, Dr Stewart and Mrs Downton then re-joined the meeting.

3. Minutes of Previous Meeting (Chair)

3.1. Minutes of the University Board Meetings, 12 July and 20 September 2024

24/037 The minutes were **approved** as an accurate record.

3.2. Matters Arising and Actions Register

24/038 The Actions Register was **noted**, with all actions being either completed, not yet due or picked-up elsewhere on the agenda.

4. Financial Matters

4.1. Final Annual Reports of the External and Internal Auditors (FD)

4.1.1. External Audit Report as presented to FRC and ARG on 15 November 2024 (FD)

24/039 The Audit Reports and the clean external audit outcome were noted. The addendum (4.1.2 below) provided an update since the FRC and ARG meetings had considered the reports.

4.1.2. External Audit Update Addendum and Representation Letter (FD)

24/040 The addendum confirmed completion of previously outstanding audit work and included an updated Letter of Representation following completion of the audit procedures, with updates to the Letter previously presented to ARG highlighted in tracked changes. The FD confirmed that the going concern assessment had been updated and ran to the period 31st December 2025 as requested by ARG to support the Board's approval of the Letter of Representation and the note to the accounts.

24/041 Redacted.

24/042 The FRC Chair confirmed that FRC had explored the position in detail and took strong assurance from the levels of cash reserves. The ARG Chair concurred with ARG also having considered the

assessment and the option that it was based on in detail. The Board **approved** the Letter of Representation.

4.1.3. Internal Audit Annual Report and Opinion (FD)

24/043 The internal audit report had been considered in detail by ARG and was **noted** by the Board.

4.2. Financial Statements - Regulatory Compliance Report (FD)

24/044 The FD advised that the audited Financial Statements prepared annually by the University must comply with several statutory and regulatory requirements. These requirements covered areas such as UK Accounting Standards and the Accounts Direction and guidance from the OfS. The full checklist listing how each requirement was met was provided, for information, with the supplementary appendices for the meeting. The Board **noted** the assurance provided on the recommendation of FRC and ARG.

4.3. Annual Report of the Audit, Risk & Governance Committee (Chair of ARG)

24/045 The Chair of the ARG advised members of one correction to the report which would be made prior to publication, to amend paragraph 5.10 to refer to ARG having received an interim report on Value for Money at its March meeting and an annual report at its November meeting. The Board **noted** the report.

4.4. Financial Statements 2023/24 (FD)

24/046 The Chair highlighted that, as per the previous discussion, going concern status was now confirmed, the clean audit result had been noted and both ARG and FRC had reviewed the documents in detail. Members noted that they were very pleased with the new modernised format for the publication version of the financial statements which had been circulated separately to the Board and thanked all of those involved in the production of the documents. The Board **approved** the Financial Statements, subject to some minor typographical corrections previously notified to the FD by Mr Golding in relation to the updated going concern note and an amendment to the sign off wording as agreed with the External Auditors and the Chair of ARG. The Clerk to the Board confirmed for the minutes that Sara Luder and David Smith had also confirmed their approval of the Financial Statements before withdrawing from the meeting. The Financial Statements of the subsidiary companies were also **noted**.

4.5. Office for Students Annual Financial Return financial forecasts and commentary (FD)

24/047 The FD presented the updated return and confirmed that the forecast was based on realistic assumptions and avoided the optimism bias which the OfS had commented on in respect of other Institutions. FRC has considered the proposed forecasts and the commentary had now been added. The Board **approved** the return and delegated the signing of the final submission to the Vice Chancellor as Accountable Officer.

5. Matters for Approval

5.1. FHSS Student Occupational Health Contract

24/048 The Chair advised that this business case came to the Board on the recommendation of the FRC because the contract was at a Board level value. [Redacted]. The information in the paper would require updating (including costings) and the Board therefore agreed to **delegate authority** to the Chair to consider and approve the final position by Chair's Action.

5.2. Remuneration Committee Annual Report (Chair of Remuneration Committee)

24/049 The Remuneration Committee's Annual Report was presented to the Board following approval by the Committee. The Board **noted the** Report and **approved** it for publication.

5.3. Compliance with ongoing conditions of registration with OfS

24/050 The Board noted the assurance provided and **approved** the report on the recommendation of ARG.

5.3.1. B3 Outcomes Reporting Assurance

24/051 The Board noted the assurance provided and **approved** the report on the recommendation of SQS.

5.4. Anti-Bribery Policy & Procedures (COO)

24/052 The Board **approved** the Anti-Bribery Policy & Procedures on the recommendation of ARG.

5.5. Code of Practice on Freedom of Speech

24/053 The Board **approved** the Code of Practice on Freedom of Speech on the recommendation of ARG.

5.6. Modern Slavery Statement (COO)

24/054 The Board **approved** the Modern Slavery Statement for publication on the recommendation of ARG.

5.7. Annual PREVENT Report to OfS (PVC SE)

24/055 The Board **approved** the annual Prevent Accountability Statement and Data Return for submission to the OfS on the recommendation of ARG.

6. Update Reports

6.1. Vice-Chancellor's Update Report (VC)

24/056 The VC introduced key points from her report which included information on internal and external engagement activities, an update on senior staff recruitment, the OfS context and an update on reportable events. [Redacted]. The VC's report was **noted**.

6.2. Students' Union at Bournemouth University, President's Report (SUBU President)

24/057 The SUBU President introduced highlights from her report to the Board. The fresher's fair and welcome activities had been expanded this year to include a dedicated programme of events for the Lansdowne Campus and the SUBU participation in the open days and Speak Week had been extremely successful. The Board **noted** the report and the Chair thanked SUBU for their contribution to the graduation ceremonies.

6.3. Key Performance Indicators (VC)

24/058 The Board noted the report and confirmed that, for the new strategic plan, the FD expected to present annual targets within the 10 year plan period. Members discussed whether the presentation of the KPI data could be made clearer in the interim, to make it easier to see at a glance which data and

movements were positive or negative. The FD agreed to amend for the next report, perhaps making more use of colour coding eg green or red to show good/bad movements in the data.

Action: Review the KPI report presentation to improve clarity.

Action by: FD (in discussion with VC).

7. Chair's Items

7.1. Board and Committee Appointments (Chair)

24/059 The Board **noted** the progress update on Board member and Chair recruitment.

Mr Williams withdrew from the meeting.

24/060 The Board **approved** the re-appointment of independent member Robert Williams for a second term of three years, commencing from the end of his second term on 31st December 2024. Mr Williams would continue to Chair Finance & Resources Committee (FRC) and be a member of Nominations Committee.

7.2. Chair's Action, Written Resolutions, Contracts and Use of the University Seal (Chair)

24/061 The report was **noted**.

8. Academic and Student Wellbeing Matters

8.1. Annual Report on Quality and Standards

24/062 The Board **noted** the assurance provided by this report on the recommendation of the Student Experience, Quality and Standards Committee (SQS).

8.2. Annual Report on Partnerships

24/063 The Board **noted** the report which was presented to the Board to meet the requirement for oversight of risks arising from partnership arrangements.

8.3. Annual Report on Student Services and Student Welfare and Wellbeing

24/064 The Board **noted** the report and the assurance provided on the recommendation of the SQS Committee.

8.4. SQS Annual Report (Chair of SQS)

24/065 The Board **noted** the report which had been approved for presentation to the Board by SQS and had also been considered by ARG.

9. Fundraising (Annual Reports)

9.1. Annual Report on Fundraising and Sponsorship (COO)

24/066 The Chair explained that this report came directly to the Board from UET. The Board, as charity trustees, were ultimately accountable for funds raised in BU's name so there was annual reporting to the Board to ensure transparency around donors/sponsors. As previously agreed this report had been moved from the May meeting, to enable reporting to be aligned to the University's financial year, and so this report covered 16 months from April 2023 – July 2024. The report was **noted**.

9.2. Annual Report on Restricted Funds (FD)

24/067 Members noted that the total amount of restricted funds had increased notably and the FD explained that the university had received 3 relatively large donations which had yet to be utilised. The report was **noted**.

10. Committee Reports

10.1. Finance & Resources Committee (25 October 2024) (Chair of FRC)

24/068 The minutes were **noted**.

10.1.1. Management Accounts and Cash-flow forecasts (FD)

24/069 The management accounts were **noted**.

10.2. Audit, Risk & Governance Committee (28 June and 18 October 2024) (Chair of ARG)

24/070 The minutes were **noted**.

10.2.1. Risk Register (FD)

24/071 The Risk Register as considered at ARG was **noted**.

10.3. Remuneration Committee Minutes (3 and 23 October 2023) (Chair of Remcom)

24/072 The minutes were **noted**.

10.3.1. RemCom Terms of Reference

24/073 The Terms of Reference were **approved**.

10.4. Nominations Committee Summary Report (Chair)

24/074 The Summary Report was **noted**.

10.5. Student Experience, Quality & Standards Committee (2 July and 25 September 2024) (Chair of SQS)

24/075 The minutes were **noted**.

10.6. Senate Minutes (12 June 2024)

24/076 The minutes were **noted**.

11. Any Other Business

11.1. Amendments to SUBU Bye-Laws (Verbal report)

24/077 The Chair advised that SUBU wished to bring forward amendments to their bye-laws related to their election process but were unable to finalise the draft before the Board met. In order for the revised bye-laws

to be in place for the 2025 elections, the Board **delegated** authority to ARG to approve the required amendments, out of committee.

11.2. Catering contract [redacted]

24/078 The Chair advised that the Board was asked to delegate authority to approve [Redacted]. The Board **delegated** authority to FRC to approve the business case at its January meeting or, alternatively, to the Chairs of the Board and FRC along with the VC, if January FRC proved too late for the approval required.

11.3. External Auditor Tender Process

24/079 The Chair explained that the current External Audit contract with BDO was due to expire in February 2025. ARG approved a subgroup to oversee the procurement. The Sub-group met to consider the draft tender documentation following the ARG meeting on 15 November and an alternative was proposed that:

- [Redacted].

It was agreed that a written resolution would be circulated to the Board shortly requesting approval of the proposal.

11.4. Amendments to Banking Covenants

24/080 The Chair noted that the work on the covenant amendments with the banks was progressing with the support of external specialist banking lawyers. These would be presented to the extraordinary meeting of the FRC scheduled for 12th December for consideration before being circulated to the Board for approval via written resolution.

12. Date of Next Meeting:

Friday, 7th February 2025, 9.30am to 12.30pm