

University Board Meeting

Minutes of a meeting held on 9 February 2024

Members Present

David Furniss (Chair)	Chair of the University Board
Jim Andrews	Chief Operating Officer (COO)
David Crosby	Independent Board Member
Chike Dike	President, Students' Union Bournemouth University
Karima Fahmy (Deputy Chair)	Independent Board Member
Prof Lois Farquharson	Academic Staff Member
Maggie Frost	Independent Board Member
Nick Golding	Independent Board Member
Karl Hoods	Independent Board Member
Simon Jackson	Independent Board Member
Sara Luder	Independent Board Member
Anthony Murphy	Independent Board Member (via MS Teams)
Jo Pretty	Independent Board Member
Susie Reynell	Finance Director (FD)
David Smith	Independent Board Member
Dr Carly Stewart	Senate Member of the Board
Prof John Vinney	Vice-Chancellor (VC)
Deborah Ward	Independent Board Member
Deborah Warman	Independent Board Member
Robert Williams	Independent Board Member

In attendance

Karen Parker (Director of HR) (Items 1 to 4); Prof Keith Phalp (Pro Vice-Chancellor, Education and Quality); Kerry-Ann Randle (Opening presentation); Geoff Rayment (Senior Governance Manager); Dr Shelley Thompson (Pro Vice-Chancellor, Student Experience); Deborah Wakely (Clerk to the Board).

Meeting minutes

Opening CPD session – Annual Safeguarding Training.

23/117 The meeting opened with a CPD presentation from Kerry-Ann Randle (Head of Student Support and Wellbeing and designated safeguarding lead). This annual training for Board members covered safeguarding and their responsibilities as governors and was a mandatory requirement. Members discussed staff training and support, the means by which reassurance could be provided to parents and the role of the safeguarding leads at NHS Trusts. In addition to this training, there was a requirement for the Board to have a named safeguarding lead, and this role was currently undertaken by the Chair.

1. Welcome, Apologies and Declarations of Interests

23/118 The Chair welcomed newly appointed Senate member of the Board Dr Carly Stewart and Members congratulated Mr Hoods on his recent CBE award. Apologies were noted from Nastassia Asselin, Stuart Jones and Joyce Napa. The Chair confirmed that the meeting was quorate. The Chair invited any new or relevant declarations of interests from Members. [Redacted]

2. Minutes of the Previous Meeting

2.1. Minutes of the University Board Meeting, 24 November 2023

23/119 The Board **approved** the minutes of the previous meeting as an accurate record.

2.2. Matters Arising and Actions Register

23/120 The Actions Register was **noted**, with all actions being completed, not yet due or picked-up under other substantive agenda items.

3. Context Setting and Update Reports

3.1. VC's Update Report

23/121 The VC introduced key points of his update report. An informal engagement visit from the Office for Students (OfS) had taken place in January and had been very positive. The Department for Education had published a policy paper on the Lifelong Loan Entitlement (LLE) which would be in place from September 2025 and would change the mechanics of university funding to better support flexible, life-long learning. Preparations were ongoing for the anticipated Ofsted visit on apprenticeships. An end point assessment monitoring visit from the OfS for Advanced Clinical Practice was also expected. The recent announcement on Horizon funding was welcome. Student experience activity was highlighted in the report, including a student engagement intervention pilot which had been undertaken to support students who had a gap in attendance or low attendance rates.

23/122 The VC updated members on current reportable events [Redacted]. An action plan had been agreed to address the issues [Redacted]. The Audit, Risk & Governance Committee (ARG) Chair advised that the Committee had raised concerns [Redacted] and were due to receive an update on progress at the March meeting. The Committee had also noted that the matter had not been escalated quickly enough to comply with the OfS reportable event timeline so consideration would be given to increasing awareness of the Reportable Events Procedures. The VC added that training had been provided at University Leadership Team (ULT) level and further work would be done to ensure that this was cascaded down to staff in faculties and services. [Redacted].

23/123 Turning to financial sustainability, the VC highlighted the fall in demand for University places among 18 year olds, ongoing inflationary pressures, and international student recruitment challenges, as set out in the recent PwC report on [Financial Sustainability in the HE Sector](#). The FD updated members on the latest UK applications and international student position. Applications were down by around [Redacted]. The numbers of new entrants compared to the previous year remained flat rather than achieving the planned-for growth targets. International PG recruitment continued to be challenging with numbers expected to be around [Redacted] against the forecast of [Redacted]. Members asked about recent media reports of entry requirements for international students being reduced. The VC said that BU took a robust approach and did not recruit students below the required standards.

3.2. SUBU Update Report

23/124 The SUBU President introduced key points of his report. He highlighted the successful 'Speak Week' which had seen record levels of student engagement with the survey (focusing on themes of campus experience, cost of living, and student wellbeing/ mental health support). The current election process for full-time officers was underway with voting due to take place in March.

23/125 The report was **noted**.

3.3. Chair's Report

3.3.1. VC Recruitment (Verbal Report)

23/126 The Chair advised Members that the recruitment process for a new VC remained live and consideration was ongoing. Four candidates had been shortlisted and participated in an initial selection process comprising a range of activities. Further detailed due diligence was now being undertaken and the findings from this and all other aspects of the process would be collated to help inform the Nominations Committee's recommendation. If it was not possible to recommend an appointment from amongst the shortlisted candidates, another recruitment process would be instigated. For this reason it had been agreed to postpone the strategic planning session due to take place after the Board meeting, however the Strategic Planning awayday scheduled for the day before the May Board meeting (Thursday 23rd May) would definitely go ahead.

3.3.2. Board and Committee Memberships and Appointments

Maggie Frost withdrew from the meeting.

23/127 On the recommendation of Nominations Committee the Board approved the reappointment of independent member Maggie Frost for a second term of three years from the end of her 1st term on 31st May 2024 (subject to the usual refreshed due diligence checks).

Maggie Frost re-joined the meeting and Karl Hoods withdrew.

23/128 On the recommendation of Nominations Committee the Board approved the appointment of independent member Mr Karl Hoods to the Remuneration Committee, for a term to run concurrently with his term on the Board.

Karl Hoods re-joined the meeting and Jo Pretty withdrew.

23/129 On the recommendation of Nominations Committee the Board approved the appointment of independent member Jo Pretty to the Honorary Awards Committee (HAC), for a term to run concurrently with her term on the Board.

Jo Pretty re-joined the meeting.

23/130 On the recommendation of Nominations Committee the Board approved the appointment of Student Member of the Board, Nastassia Asselin to the HAC for a period co-terminous with her Board appointment, and for her successor on the Board from July 2024 to also be appointed to HAC.

23/131 The Chair asked that Independent Board Members note that expressions of interest were being sought by the Nominations Committee for the Board Chair role from July 2025, when the current Chair's term of office was due to end. Anyone who may be interested in applying was asked to notify the Clerk to the Board, Deborah Wakely, in the first instance by the end of February 2024.

Action: Any expressions of interest for the Board Chair role to be notified to the Clerk to the Board by the end of February.

Action by: All Independent Members.

3.3.3. Chair's Action, Written Resolutions and Use of the University Seal

23/132 The report was **noted**.

4. Strategic and Financial Matters

4.1. Key Performance Indicators (KPIs)

23/133 The VC introduced key points from the KPI report. The Student/Staff Ratio (SSR) had reduced [Redacted] due to the student recruitment challenges. Continuation figures continued to be a key focus and completion rates remained relatively stable. Research income continued to be challenging. Members asked how student recruitment data was monitored by the management and the FD explained that UET and senior staff reviewed the data weekly or more frequently during the peak intake periods. Data, including conversion rates and demographics, was also used to inform portfolio planning and marketing spend.

23/134 The Board confirmed that action 211 on the Board's actions register, '*Provide benchmarking data in the areas of SSR and in offers/conversions/enrolments*', was covered by the data in the KPI report and could be closed. [Redacted]

4.2. Proposals for Fee Delegations

23/135 The FD introduced this paper setting out the proposed delegations for fee levels other than UK/Irish National undergraduate fees and explained the process for setting these fees and use of benchmarking data.

[Redacted]

The Board **approved** the table of delegations of authority.

[Redacted]

4.3. Student Recruitment and 2024/25 Forecast Update

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23/136 The FD presented key points of this report, which had been presented to FRC on 26th January, and provided an update. Unprecedented financial challenges continued due to inflation, student under-recruitment, pension costs and the static UK undergraduate fee. The issues were common across the Sector. Full-time student numbers were expected to be [Redacted] below the planned levels at 31 July 2025, meaning that total revenue was expected to remain static rather than grow. The University was around [Redacted] students down on where it expected to be and 2024/25 was likely to be even more of a financial challenge than originally anticipated. [Redacted]

23/137 The income shortfall varied between Faculties and their contribution rates were monitored by the Executive. Short-term stability was needed to allow for long-term growth. Costs would need to be adjusted and it would be necessary to identify how best to shift focus onto the areas which would be successful in future while disinvesting from others. There was also scope to grow apprenticeships income although the workload model needed to be reviewed. Government policy continued to impact on international student numbers and the University was being diligent in its pre-enrolment communications, emphasising the need to ensure affordability before committing to studying at BU. The paper set-out the consequences of the

under-recruitment and mitigating actions. Until the details and timing of the mitigations had been agreed, it was not possible to determine the impact on cashflows, Income & Expenditure and the Balance Sheet, so that was expected to be presented to FRC in June when finalised.

23/138 Mr Williams confirmed that the FRC had considered the paper at its meeting on 26th January and the position was now even more challenging. Members discussed how realistic it was to achieve the required cost savings by the end of July. The VC explained that he had issued staff communications advising of the financial challenges and some of the proposed mitigations and need to make cost savings. A further detailed communications plan was in train and detailed work was being undertaken at programme level, taking into account the areas of strength (for example, based on REF) and forecasts around the job market. Work on reviewing the size and shape of the portfolio was already underway, making use of detailed data on market share and trends to develop a 'heat map'.

23/139 It was agreed that the Board would be provided with interim updates on the financial position and cost savings ahead of the next scheduled meeting in May. If necessary an extraordinary meeting of the Board would be convened (remotely via Teams) to consider the position.

Action: Provide interim financial updates to the Board (via email circulation, and if necessary through an extraordinary Board meeting).

Action by: VC

4.4. Mitigation/Options for Financial Sustainability

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23/140 The DHR introduced key points from this paper which set out options available to reduce pay and non-pay costs, including proposals for a Voluntary Severance Scheme (VSS), in response to the financial challenges outlined previously. Mitigations included temporary changes to workload allocations on a voluntary basis in areas most impacted by under-recruitment, and also enhanced controls over staff recruitment (although there was no recruitment freeze as yet). [Redacted].

23/141 As a first step, it was proposed to run the VSS which would be based on the same principles as the previous scheme which had been in place for many years. The paper noted that work on modelling the other options to remove costs was continuing and an options appraisal of the various measures would be submitted to the Board once the plan was clear.

23/142 [Redacted]

23/143 The Board **approved** the VSS [Redacted].

5. Business Cases For Approval

5.1. Business Case: Proposal to join Wessex Health Partners (WHP)

23/144 The Chair advised the Board that, following consideration by FRC, ARG had considered this proposal out-of-committee where some questions had been raised by Members. [Redacted]

23/145 [Redacted]

23/146 Noting that all other partners had signed-up to the partnership and the mitigations in place, it was

agreed that ARG were content to recommend the proposal to the Board, and the Board were content to approve it, subject to the COO being delegated actions [Redacted].

Action: To obtain and review the agreement between WHP and the host organisation (HIW) [Redacted].

Action by: COO

23/147 The Board **approved** the proposal that BU join the Wessex Health Partnership as a founding partner, subject to the above conditions.

5.2. Business Case: Procurement of a Media Agency to support Student Recruitment

23/148 The COO introduced this proposal. The proposed contract would be on a call off basis, and actual annual spend will be agreed through the annual budgeting process. Members asked if enough was being spent on marketing and the COO explained that spend was around the optimum level and that it was important to avoid over-spending on marketing where it would not provide an appropriate return. The agency was able to provide helpful advice to direct spend effectively. Members asked how this would be measured and it was confirmed the key measure of success would be achieving the recruitment targets.

23/149 The Board **approved** the business case for BU to procure an agency partner to work with [Redacted] to manage student recruitment advertising campaigns and support Marketing & Communications in its efforts to meet BU's student recruitment targets, specifically:

- to undertake procurement for a [Redacted] provider on the basis set out earlier in the paper, and up to total expenditure of [Redacted] including VAT;
- to accept the strategy for management of the contract cost risk; and
- for **delegated** authority for the Chief Operating Officer (or another member of UET in his absence) to sign the contract.

5.3. Business Case: Electricity Supply Procurement

23/150 The FD introduced this business case for the procurement of electricity via a broker arrangement. The key risks were around the key decisions on how much was bought forward.

23/151 The Board **approved** the procurement, [Redacted].

23/152 The Board **noted** that the value of the PIA would be [Redacted].

23/153 The Board **delegated** authority for the execution of the contract and any other related documentation by:

- any one of the COO and any other member of UET to execute any necessary documentation underhand; and,
- where such documentation is to be executed as a deed, any two of the Director of Estates, the COO and any other member of UET to witness the application of the seal on behalf of the University pursuant to paragraph 10.1 of the Instrument of Government.

5.4. New leases with Talbot Village Trust (TVT) for Talbot House, Student Village & Car Park H and underleases at Talbot House for Dr Surgery & nursery

23/154 The COO introduced this proposal and advised that the business case had been updated since presentation to FRC, with additional information on the Heads of Terms now included. The leases brought

in revenues in excess of the costs (specifically the Student Village). [Redacted]

23/155 The Board **approved** the business case to:

(1) take new leases based on substantially the same terms as the existing leases for:

- Talbot House, Sports Pitches and Associated Visitor & Events Car Park [Redacted]
- Car Park H [Redacted]
- Student Village [Redacted]

(2) grant underleases based on substantially the same terms as the existing leases [Redacted]:

- To Talbot Medical Centre [Redacted] and to execute the accompanying agreement for services.
- To Bright Horizons Family Solutions Ltd [Redacted] and to execute any accompanying agreement for services

(3) **delegate** authority for the execution of the lease and any other related documentation that may be required by:

- any one of the COO and any other member of UET to execute any necessary property documentation underhand; and,
- where such property documentation is to be executed as a deed any two of the Director of Estates, the COO and any other member of UET to execute the property documentation and to witness the application of the seal on behalf of the University pursuant to paragraph 10.1 of the Instrument of Government.

5.5. New leases with Drewitts (off site storage) for lease on Unit 5 and Unit 1c

23/156 The COO introduced this business case which was for new leases for an offsite storage facility.

23/157 The Board **approved** the business case to:

(1) take a new lease based on substantially the same terms as the existing lease for Unit 5 [Redacted]

(2) to take a new lease (on substantially the same terms as the above lease) of Unit 1c [Redacted]

(3) to **delegate** authority for the execution of the lease and any other related documentation that may be required by:

- any one of the COO and any other member of UET to execute any necessary property documentation underhand; and,
- where such property documentation is to be executed as a deed any two of the Director of Estates, the COO and any other member of UET to execute the property documentation and to witness the application of the seal on behalf of the University pursuant to paragraph 10.1 of the Instrument of Government.

5.6. Business Case: Cisco firewall replacement

23/158 The COO introduced this business case. Mr Hoods suggested that the University might want to consider how it best leveraged social value in procurements (as discussed at FRC) with particular consideration of how that could benefit students.

23/159 The Board **approved** [Redacted] to enable replacement of the existing firewall infrastructure that is end of life and enable growth to support BU security operations in the future. This includes [Redacted].

23/160 The Board **delegated** authority for the execution of the contract and any other related documentation by:

- any one of the COO and any other member of UET to execute any necessary documentation underhand; and,
- where such documentation is to be executed as a deed, any two of the Director of IT, the COO and any other member of UET to witness the application of the seal on behalf of the University pursuant to paragraph 10.1 of the Instrument of Government.

5.7. 2024 Turing Scheme programme

23/161 The business case came to the Board on the recommendation of the FRC, who had noted the importance of carefully managing fixed-term contracts given cost pressures elsewhere.

23/162 The Board gave **approval** to submit a funding application to the Department for Education for total project funding of [Redacted] to enable the delivery of the Turing Scheme programme for international outward student mobility activities at BU between September 2024 and August 2025.

23/163 The Board **delegated** authority for the Vice-Chancellor (or in his absence, the Pro Vice Chancellor – Education and Quality, Chief Operating Officer or Finance Director) to authorise submission of the funding application and, if awarded, delegated authority to sign the grant funding agreement and Contract Authorisation Form (CAF) and any other documentation relating to the project, subject to satisfactory completion of the CAF process.

6. Committee Reports

6.1. Finance & Resources Committee (14 September, 13 November and 8 December 2023) (FRC Chair)

23/163 The minutes were **noted**.

6.1.1. Management Accounts and Cashflow

23/164 The management accounts were **noted**.

6.2. Audit, Risk & Governance Committee (13 November 2023)

23/165 The minutes were **noted**.

6.3. Nominations Committee (21 June 2023)

23/166 The minutes were **noted**.

6.4. Remuneration Committee (14 November 2023)

23/167 The minutes were **noted**.

6.5. Honorary Awards Committee (22 November 2023)

23/168 The minutes were **noted**.

6.6. Honorary Awards Committee Terms of Reference

23/169 The Honorary Awards Committee (HAC) Terms of Reference were **approved**.

6.6.1. Honorary Award Nominations Process and Documentation for 2025 Call for Nominations

23/170 The Board **approved** the process for the 2025 call for Honorary Awards nominations. The Board also **delegated** authority to HAC to consider the appropriate timing and number of submissions of the nominations to the University Leadership Team (ULT) and make a minor change to the process, relating specifically to ULT involvement.

6.6.2. Procedure for Removing a Nominee Recommended by HAC Following Due Diligence

23/171 The Board **approved** the *Procedure for Removing a Nominee Recommended by Honorary Awards Committee Following Due Diligence*.

6.6.3. Process and Circumstances for Revoking an Honorary Award

23/172 The Board **approved** the *Process and Circumstances for Revoking an Honorary Award*.

6.7. Student Experience, Quality & Standards Committee (3 November 2023)

23/173 The minutes were **noted**.

6.8. Senate (25 October 2023)

23/174 The minutes were **noted**.

7. Any Other Business

23/175 The Chair thanked members for completing the ongoing cyber security training and reminded them that new training modules are rolled out regularly. The Governance team could advise if anyone was not sure what they needed to do or how to access the training materials.

23/176 The COO updated the Board on the proposals to renew the cleaning contract and sought a delegation from the Board to consider and, if appropriate, approve a proposal to [Redacted], to allow time for further consideration of options. The Board delegated authority to consider and, if appropriate, approve the business case for the [Redacted] contract to the Board Chair, Chair of FRC and VC on behalf of the Board.

8. Date of Next Meeting

Friday 24th May 2024, 9.30am, Boardroom (Preceded by a Board Strategic Planning Session on Thursday 23rd May 2024)