



MEETING OF THE BOARD OF TRUSTEES

Friday 25 January 2019

Burges Salmon, One Glass Wharf, Bristol, BS2 0ZX

MINUTES

Present: Mr Jack Boyer (Chair), Professor H Brady (Vice-Chancellor), Ms Kate Ashley, Professor Andrew Carr, Ms Jessica Cecil, Professor S Ellwood, Ms Linda Fletcher, Dr M Hamlin, Mr Nick Joicey, Dr J Khawaja, Professor G Macdonald, Dr J Manley, Ms Nicky McCabe, Ms Sally Patterson, Mr A Poolman (Treasurer), Dr A Raffel, Mr M Saddiq, Professor Judith Squires (DVC and Provost), Professor K Syrett.

In attendance: Ms Jane Bridgwater, (University Secretary), Ms Claire Buchanan (Chief People Officer, Human Resources), Professor N Canagarajah (PVC Research), Mr S Chadwick (Director of Strategy, Planning and Change), Dr S Collet (Head of Research and Enterprise Policy), Ms S Johnson (Clerk and Deputy Head of Governance), Ms Nicola Key (Head of Programme Delivery – Temple Quarter), Professor J Iredale (PVC Health and Lifesciences), Mr R Kerse (Chief Operating Officer), Professor Guy Orpen (DVC New Campus Development), Ms L Robinson (Acting Registrar),

Apologies: Ms J Cook (Board Member) Dr Erik Lithander (PVC Global Engagement)

1.1 ELECTION OF CHAIR

1.1.1 The Vice-Chair lead the item and explained that following the appointment of Mr Jack Boyer as a Lay Member to the Board by Court at its meeting on the 7 December 2018, the Board was now requested to formally appoint Mr Boyer as the new Chair of the Board of Trustees.

1.1.2 Mr Andy Poolman proposed, and Ms Nicky McCabe seconded, and it was accordingly RESOLVED that Mr Jack Boyer be appointed Chair of the Board of Trustees for an initial term of office of 3 years up to the 31 December 2021 (UNANIMOUS)

1.1.3 The Vice-Chair welcomed the new Chair to his first meeting.

1.2 WELCOMES, APOLOGIES AND ANNOUNCEMENTS

1.2.1 The Chair welcomed members of the Board of Trustees to the meeting. It was noted that the meeting had been duly convened and that a quorum was present. It was confirmed that:

- Notice of the meeting had been given to each member of the Board who was entitled to receive it;
- Each member of the Board who was not available to attend was aware of the purpose of the meeting and the proposals to be considered at it.

1.2.2 The Chair welcomed Ms Jessica Cecil (lay member), Ms Linda Fletcher (lay member), Mr Nick Joicey (lay member), Professor Andrew Carr (Alumni Association trustee) to their first meeting of the Board. The Chair also welcomed Professor Judith Squires in her new capacity as DVC and Provost.

- 1.2.3 The Chair also welcomed Ms Lucinda Parr (incoming Registrar and Secretary) to the meeting as an observer.
- 1.2.4 The Board NOTED apologies from Dr Erik Lithander (PVC Global Engagement)
- 1.2.5 The Board NOTED that Ms Linda Fletcher and Professor Keith Syrett would need to depart early.
- 1.2.6 The Board was informed of the new Agenda and Reading Pack format going forward and asked to send any feedback to the Governance Team.

1.2 DECLARATION OF INTERESTS

- 1.2.1 No new interests were declared

1.3 MINUTES OF PREVIOUS MEETING

- 1.4.1 The minutes of the meeting from 9 November 2018 were APPROVED as a fair and accurate record of the meeting to be signed by the Chair, subject to amendments agreed in relation to paragraphs 6.6. and 11.1.11

2 MATTERS ARISING AND ACTIONS

- 2.1 There were no immediate actions arising from the previous meeting and all other actions were in hand.

3 VICE-CHANCELLOR'S REPORT

- 3.1 RECEIVED (reference **BT/18-19/034**).

The Vice-Chancellor introduced the report and highlighted the following key issues:

- The external environment was very challenging, and the University was taking actions to mitigate the impact of those challenges within its' control and University of Bristol specific challenges.
- The fundamentals underlying the University were strong and progress was good compared to other Institutions in the Higher Education (HE) sector.
- Despite the challenging environment there were clear achievements, particularly in areas of student recruitment, widening participation, employability and research.
- The progress in student recruitment was particularly noteworthy given the current environment, competition within the sector, a challenging immigration context and the fact that the University unlike other HE institutions was not offering unconditional offers. The University had made significant investment in terms of nurturing the relationships with students and parents and the success in student recruitment was a credit both to academic and professional services staff.
- The Bristol Scholars Programme was providing excellent opportunities for local disadvantaged students and the University was working closely with schools across the country to deliver its contextual offers programme.
- Despite a challenging external environment, with uncertainties around Brexit and immigration policy the University was still attracting very high-quality international staff, EU and non-EU. This would continue to be closely monitored by the University.
- The University was performing well in terms of research awards.
- The potential impact of Brexit, including a no-deal scenario, had been very thoroughly articulated by the Russell Group and represented to Government. The Group would continue to lobby in respect of the impact on the HE sector and had provided detailed information on the potential impact of a 'deal' and 'no-deal' scenario.
- The 'Augar' review of Post 18 funding was due to report in mid-February and the University was modelling the impact of different funding cuts.

- In terms of financial impact, the University was modelling the potential impact of various outcomes of the 2017 USS valuation and the current USS 2018 valuation consultation.
- USS valuation consultation.
- In relation to Bristol specific challenges there was further work ongoing in relation to staff engagement, the length of the teaching term, assessment workload, morale and mental health and wellbeing.

3.2 During discussions and questioning Board members raised the following:

Student Residences

- **[REDACTED: likely to prejudice commercial interests].**

Financial Issues/Augar Review

- The outcome of the 'Augar' review into Post 18 Funding could have a significant impact on University finances but the University was already modelling different scenarios and working closely with Faculties on those scenarios.
- Given the current focus on Brexit it was unclear when the 'Augar' Review would report and the timing of implementation.
- The Funding Review had been included on the Key Risk Register.
- The Vice-Chancellor confirmed that financial pressures, including the potential impact of the Augar Review did not alter the overall direction of travel set out in the University's Strategic Plan – **[REDACTED: likely to prejudice commercial interests].**

Whole Institution Mental Health and Wellbeing Strategy

- It was confirmed that the Student Mental Health Strategy had been circulated.
- A monitoring report with assurance dashboard would be brought to the next meeting of the Board.
- It was confirmed that the policy and communications around student withdrawal had been reviewed to support students during this difficult period.
- The University was receiving advice on mental health and wellbeing at a senior level from NHS and other experts in the City and region. The appointment of the new PVC (Student Experience) would also add to the expertise and focus on the implementation plan. The University is working proactively with the University of the West of England (UWE) to develop a City-wide model for support to mental health and wellbeing.

4. STRATEGIC ITEM 1 – TEMPLE QUARTER

4.1 RECEIVED (reference **BT/18-19/035**) and PRESENTATION

The Head of Programme Delivery Temple Quarter joined for the item.

The Deputy Vice-Chancellor, New Campus Development presented to the Board.

4.2 **[REDACTED: likely to prejudice commercial interests].**

4.3 **[REDACTED: likely to prejudice commercial interests].**

4.4 **[REDACTED: likely to prejudice commercial interests].**

4.5 **[REDACTED: likely to prejudice commercial interests].**

5. STRATEGIC ITEM 2 – STAFF ENGAGEMENT

5.1 RECEIVED (reference **BT/18-19/036**)

The DVC and Provost introduced the report.

- 5.2 The Board were updated on planned changes to engagement and communications with staff and students and asked for their views on the actions in the engagement plan. In particular the Board considered proposals around engagement events, values and behaviours, internal communications/feedback:
- 5.3 The following key issues were discussed by Board members:
- The Board noted that the proposals had been drawn up within the context of a number of different drivers e.g. Staff Survey, industrial relations challenges, gender pay gap, casualisation, workload pressures, issues raised by specific staff groups and in particular issues of equality and diversity.
 - Values and behaviours could set the tone for interactions across the organisation, but it would be important to ensure these were not seen as purely 'executive' values and they would ideally be co-created.
 - The Senior Team was currently considering the following potential values/behaviours: Clarity, Empowerment, Integrity, Respect.
 - Staff had also fed back about values and behaviours in the staff survey and it would be important to feedback what had happened to these comments. Issues of equality and diversity also needed to be addressed in values and behaviours.
 - Some concerns were expressed that the Staff Survey had taken place in 2018 and it was only now an action plan was ready for implementation.
 - There needed to be clarity about expected outcomes, how success would be measured and what differences it was expected the proposed actions would make.
 - It would be essential to use a multi-channel approach to engagement/communication activity.
 - There was a need for more systematic communication with staff about the development journey towards specific outcomes and actions not just communication of the outcome at the end. It was important to be in 'listening mode' and to provide regular feedback.

5.1 FRY MEDIATION REPORT

5.1.1 RECEIVED (reference **BT/18-19/037**)

5.1.2 The Board noted that this paper was presented under legal privilege and observers/non-university employees were asked to leave the room.

5.1.3 The Chief Operating Officer introduced the report and updated the Board on progress towards a resolution. **[REDACTED: likely to prejudice commercial interests]**.

5.1.4 The Board NOTED the update.

5.2 COURT REFORM

5.2.1 RECEIVED (reference **BT/18-19/038**)
The Vice-Chancellor introduced the item.

5.2.2 The re-imagined Court offered a real opportunity to improve engagement with different external partners and stakeholders. It was proposed that a Court Reform Steering Group would guide the detailed development of the agreed proposals including format of meetings and membership. The development of the proposals would take place alongside further development of the Alumni Association and the establishment of an Emeritus College. The Board would be kept informed of progress with final decisions being made by the Chancellor and the first re-imagined Court meeting taking place in December 2019.

5.2.3 The Board APPROVED the following membership of the Court Reform Steering Group:

Chair - Erik Lithander (PVC Global Engagement)
2 members of the Board
2 External Members of Court
2 Employee Members of Court (or Staff Trustees)
1 member of the Alumni Association
2 Deans
Registrar and Secretary
Head of Governance

5.3 RESEARCH LANDSCAPE

5.3.1 RECEIVED: PRESENTATION

The Pro Vice-Chancellor (Research) presented to the Board.

5.3.2 The purpose of the presentation was to provide Board members with a detailed overview of the University's Research Strategy and for this to be a resource for members when reviewing particular aspects going forward.

5.3.3 The presentation highlighted the following:

- The key challenges facing research as a multi-disciplinary activity, and the way in which external benchmarks and reporting information is collated and classified.
- The challenges of interdisciplinary research and the UoB contribution to the top 5% of worldwide topics by prominence.
- The University Research Institute Structure (Four University Research Institutes and Seven Specialist research Institutes).
- The University's position in terms of global reputation and leagues tables including examples of where the University is leading nationally.
- The University's large concentration of funding and support for PhD research training in the UK.
- Information on the balancing of income and reputation and research income by funder.
- **[REDACTED: likely to prejudice commercial interests].**
- The Board would receive a further presentation on Entrepreneurship at a future meeting.

6. CHAIR'S ACTIONS

6.1 RECEIVED (reference **BT/18-19/039**)

6.2 The Chair introduced the item.

6.3 the Board NOTED the Prevent Monitoring Return to the Office for Students.

6.4 The Board NOTED the Annual Assurance Returns to the Office for Students.

6.5 The Board NOTED the appointment of Professor Andrew Carr as Board Member.

6.6 The Board NOTED the Letter of Support for NCC Operations.

7 MATTERS FROM DVC & PROVOST

7.1 Deputy Vice-Chancellor and Provost's Report

- 7.1.1 RECEIVED (reference **BT/18-19/040**). The Deputy Vice-Chancellor and Provost introduced the item.
- 7.1.2 This would be a standard report going forward which would provide the Board with updates on key items relating to the portfolio of the DVC and Provost and incorporating a focus on academic issues discussed and decided on at Senate meetings. It was envisaged that the report would contribute to the Board's overall role in seeking assurance that a rigorous and effective academic governance framework and standards are in place.
- 7.1.3 The Board ENDORSED the appointment of the new PVC Student Experience (Professor Sarah Purdy)
- 7.1.4 The Board NOTED the report and in particular:
- The Whole Institution Strategy for Mental Health and Wellbeing Staff and Students was now live.
 - The Board commented that it would be important in evaluating impact of the Strategy to have more outcome data and metrics and evidence- based assurance.
 - **[REDACTED: information intended for future publication]**.
 - The Student Engagement and Attendance Policy had been discussed at Senate and draft principles underpinning the policy endorsed.

7.2 Academic Quality & Standards Report

- 7.2.1 RECEIVED (reference **BT/18-19/041**)
The Interim PVC Education introduced the report.
- 7.2.2 The Board NOTED the evidence provided to the Board of Trustees in respect of the University's Annual Assurance Return.
- 7.2.3 At it's meeting in November the Board authorised the Chair to review the Academic Quality and Standards Report. This action was confirmed to the Office for Students as part of the Annual Assurance Return.

8. MATTERS FROM THE CHIEF OPERATING OFFICER (COO)

8.1 COO Report

- 8.1.1 RECEIVED (reference **BT/18-19/042**).
The Chief Operating Officer introduced the report.
- 8.1.3 The Board of Trustees NOTED the report.
- 8.1.4 **[REDACTED: likely to prejudice commercial interests]**.
- 8.1.5 The Board APPROVED that the Chair of the Board of Trustees would have final sign off to the University's consultation response on the 2018 USS valuation proposal.
- 8.1.6 The following key issues were raised during the introduction and discussion on the report:
- Post 18 Funding Review**
- The potential implications of the Government's Post 18 Funding Review ('Augar' Review) and the impact on the financial position of the University.

USS Pension Valuation Update

- The University would be providing a consultation response on the USS schedule of contributions and recovery plan and this would be done via the Board's Pensions Task and Finish Group and in consultation with the local branch of UCU.

Cyber Security

- Cyber Security - staff and students had been subject to phishing attacks with increasing sophistication. The University was improving its phishing detection by increased account security and promoting end-users to complete their GDPR and Information Security mandatory training.

Bristol is Open (BiO)

[REDACTED: likely to prejudice commercial interests].

8.2 Annual Health & Safety Report

8.2.1 RECEIVED (reference **BT/18-19/043**).

The Chief Operating Officer introduced the report.

8.2.2 The Board ENDORSED the report and noted that improvements were being made across health and safety management systems, and self-assessments taking place to ensure that the appropriate assurances could be received by the Executive going forward.

8.3 Modern Slavery Statement

8.3.1 RECEIVED (reference **BT/18-19/044**).

The Chief Operating Officer introduced the report.

8.3.2 The Board APPROVED the Statement.

7 MATTERS FROM THE REGISTRAR

9.1 Registrar's Report

9.1.1 RECEIVED (reference **BT/18-19/045**).

The Acting Registrar introduced the report.

9.1.2 The Board NOTED the report

9.1.3 Going forward this would be a standard report to the Board of Trustees with key updates on items within the portfolio of the Registrar with the aim of contributing to the Board's overall role in maintaining oversight of the performance of the University.

9.1.4 The report provided updates on admissions statistics, wellbeing, alumni relations (engagement and philanthropy), research, innovation and partnerships (grants and awards).

9.1.5 **[REDACTED: likely to prejudice commercial interests].**

9.1.6 In relation to philanthropy the Board noted the major gifts over the last two months.
[REDACTED: likely to prejudice commercial interests].

9.2 Amendments to Ordinance

9.2.1 RECEIVED (reference **BT/18-19/046**).

The Acting Registrar introduced the report.

7.2.2 This was a procedural report to seek Board approval to changes to the ordinances replacing 'Convocation' with 'Alumni Association'.

7.2.3 The Board APPROVED the ordinance changes.

8 COMMITTEE REPORTS

10.1 Finance & Major Projects Committee

10.1.1 RECEIVED (reference **BT/18-19/047**)

10.1.2 The Chief Operating Officer introduced the report.

10.1.3 The Board APPROVED the University's Finance Strategy, which was aimed at delivering the future financial sustainability of the University to deliver the overall vision, whilst providing value for money to students and taxpayers.

10.2 Ethics of Research Committee

10.2.1 RECEIVED (reference **BT/18-19/048**)

10.1.4 The Board NOTED the report of the Ethics of Research Committee.

10.3 Honorary Degrees Committee

10.3.1 RECEIVED (reference **BT/18-19/049**).

10.3.2 The Board APPROVED an Honorary Fellowship for Mr Denis Burn, former member and Chair of the Board of Trustees.

10.4 Remuneration Committee

10.4.1 RECEIVED (reference **BT/18-19/050**)

10.4.2 The Board NOTED the Committee report.

Equality and diversity implications

A number of reports included equality and diversity implications, for example the update on student recruitment and widening participation and issues emerging from the Staff Survey and staff engagement plan. The Board noted that it needed to satisfy itself that matters submitted to it had taken appropriate account of matters of equality and concluded that they had.

Communications and consultation

Members of the Board were reminded of the strict confidentiality of various matters discussed at the Board. The Chair would reflect, with the Executive, on how the day's discussions might be appropriately communicated to the wider University community.

Date of next meeting

14 March 2019

15 March 2019 Board Meeting