MEETING OF THE BOARD OF TRUSTEES
Friday 20 November 2020
Meeting held via Zoom

MINUTES

Present: Mr J Boyer (Chair), Professor H Brady (Vice-Chancellor), Ms K Ashley, Dr M Bhabuta, Professor A Carr, Ms J Cecil, Professor S Ellwood, Ms L Fletcher, Dr M Hamlin, Mr N Joicey (part-meeting), Robert Kerse, Dr J Khawaja, Ms Ore Odubiyi, Ms N McCabe, Mr J Palmer, Ms L Parr, Mr A Poolman (Treasurer), Dr A Raffel, Mr J McAlinden, Mr M Saddiq, Professor J Squires (Deputy Vice Chancellor (DVC) and Provost), Professor K Syrett.

In attendance: Robert Kerse, Lucinda Parr, Hannah Quinn (Clerk and Head of Governance).

Apologies: None

1 WELCOMES, APOLOGIES AND ANNOUNCEMENTS
1.1 The Chair noted this was the last full Board meeting for Moira Hamlin and Nicky McCabe. The Chair thanked them for their service and contribution to the Board.

1.2 It was noted that Nicky McCabe was stepping down and had chaired multiple committees including Remuneration Committee, EDI Oversight Committee, Pensions Task & Finish Group and HR Committee. She had provided an important perspective and made a material difference to the strategy and the effectiveness of committees.

2 DECLARATION OF INTERESTS
2.1 Jason Palmer declared an interest in the Student Cut the Rent item (BT/20-21/023). The Chair confirmed that Jason would not participate in the discussion or any vote on that matter.

3 MINUTES OF PREVIOUS MEETING
3.1 The minutes were APPROVED as a fair and accurate record of the Board meeting of 25 September 2020 subject to minor amendments.

4 ACTIONS & MATTERS ARISING
4.1 It was noted that all Chairs Action was reported in the Chairs Report.

5 VICE-CHANCELLOR’S REPORT AND QUESTIONS
5.1 The Vice Chancellor updated the Board, supported by a presentation.

5.2 The following points were NOTED
5.2.1 The continuing impact of the pandemic remained an extraordinary operational challenge, responding at speed to government advice and weekly interventions
5.2.2 That the impact on staff workload was particularly challenging and remained a significant issue reported by staff. That staff had been appreciative of the additional closure days.
5.2.3 That the University was performing well relative to competitors and that the balance sheet remained healthy, but risks remained.
5.2.4 The impact of the second national lockdown. The positive regional engagement with city partners and Public Health England and the weekly risk assessment process.
5.2.5 The recent special Senate meeting requested by Senators, which debated a motion that online teaching should be the default. The motion was not carried, but useful points were made by Senators which would be considered in the planning for remainder of the academic year. This included the challenge of self-isolation on attendance at face to face teaching and the practical issues raised by the combination of face masks and visors. The Vice-Chancellor would work with staff and Unions and the Scientific Advisory Group had been asked to look at the evidence supporting the combination of visors and masks.

5.2.6 The recent student pulse survey which saw a response rate of 2,500 students and indicated that students were appreciative of the quality of the digital offering. The majority of students responding wanted to continue or increase the amount of face to face teaching. The data would be useful highlighting discipline differences and would be incorporated into planning for the remainder of the academic year.

5.2.7 Recent government guidance for student travel between the 3rd & 9th December and a staggered approach to moving teaching online by the 9th December.

5.2.8 That no guidance had yet been provided for student return after the Winter break, however it was expected that the University would incentivise and encourage students to return and require students to take a test.

5.2.9 The recent positive news of vaccine approval which suggests a return to a more normal University experience in 2021/22

5.2.10 The TQEC pitch for government support which had seemed some traction at senior level in the Treasury. A meeting was planned for after the Comprehensive Spending Review and this would impact the timing of the scheduled briefings.

5.2.11 The engagement in regional leadership. That the Vice-Chancellor had joined a partnership Board for the Western Gateway and the Board had commissioned economic impact study. That the GW4 partnership would bring together key research leaders and identify areas to make a compelling case to Government.

5.3 The following points were DISCUSSED:

5.3.1 Trustees sought further reassurances in light of the Special Senate meeting, that the Executive Group had adequate measures to address staff concerns but also to clearly communicate the connection between moving online and significant financial impact and subsequent connection to job losses. The Executive Group noted a move to more explicit financial messaging as part of the live streams, key recent discussions with Heads of Schools and engagement with Unions.

5.3.2 Trustees asked about arrangements for the return of students after the Winter break. It was noted that the University had multiple testing capability including lateral flow testing and had been supported by Public Health England (PHE) in access to testing locally. Noted the challenge of arrival arrangements, plans for a staggered return by programme and lack of government guidance. Acknowledged the importance of support for students staying on campus over the winter break.

6 KEY UNIVERSITY RISK REVIEW (reference BT/20-21/0015)

6.1 RECEIVED the paper. The Registrar and University Secretary introduced the item.

6.2 NOTED the University’s risk profile. The profile had decreased slightly since the last meeting; however, eight risks remained outside of normal tolerance, relating to various pandemic impacts.

6.3 NOTED the controls in place to manage the Key University risks. The Risk Register was presented to the Board at each meeting and was also reviewed by University Executive Board (UEB) and Audit & Risk committee. NOTED that other elements of the
Board agenda would also address key red risks, including items on TQEC and staff engagement. AGREED that for future meetings relevant agenda items would have a more explicit link to the Risk Register

**ACTION:** Registrar

6.4 NOTED that this paper reflected the situation at the time of writing, and that the risk environment continued to change very rapidly.

6.5 NOTED that the Treasurer had met with the Internal Audit team recently and acknowledged the excellent developments in risk management. Further advice would be sought on Board engagement and how to support the right level of discussion and challenge.

6.7 The following points were DISCUSSED

6.7.1 The level of red risk, which would be unacceptable in non-pandemic times, and the factors outside of the University’s control.

6.7.2 The pensions risk, which had been reduced in recent months. The COO clarified that the reduction in scoring relates to the probability of the residual risk score rather than the impact and would change as the 2020 valuation developed.

6.7.3 The risk of a combination of factors developing simultaneously – e.g. reduction in world rankings and research income combined impacting reputation and the importance of balancing focus and effort between the short and medium-term risks and decisions. The Executive acknowledged this, noting increased competition from Asian Universities and the opportunity to address this as part of the strategy refresh.

6.7.4 The staff workload related risks and the responsibilities of the Board in relation to Health & Safety. It was confirmed that there was no breach of the University’s duty under Health & Safety. The annual Health & Safety report would provide additional assurance at the March Board meeting.

6.7.5 The recent staff pulse survey which would be brought back to the Board, and the later item on Staff Engagement. **ACTION:** DVC & Provost

6.7.6 The link between the Research and workload risks. The Executive noted that staff time has been significantly occupied in responding to Covid at speed which has restricted time for undertaking non-Covid research. This was being addressed by the Pro Vice-Chancellor (Research) as part of the emerging research strategy, but also via workforce planning and investment in recruitment and retention.

6.7.7 The reliance on the Chinese PGT student market and work to diversify international recruitment.

6.8 The Board CONSIDERED the overall level of risk and ACCEPTED the Risk Profile as presented, while acknowledging that this was outside the normal risk tolerance.

7 BUDGET UPDATE (reference BT/20-21/0016)

7.1 RECEIVED the paper. The Chief Operating Officer introduced the item.

7.2 DISCUSSED the financial performance for the first three months of financial year 2020/21 to 31 October 2020 and CONSIDERED whether management are taking appropriate levels of action to address areas of underperformance (see Appendix 1).

7.3 NOTED the year end forecast, including the return made to the Office for Students (see Appendix 2).

7.4 [REDACTED: likely to prejudice commercial interests]
7.5 APPROVED the COO and Provost, acting jointly, to release additional resources to the Faculties for investment into their research strategies and Fit for the Future plans [REDACTED: likely to prejudice commercial interests]

7.6 The following points were NOTED:
7.6.1 That net income was in line with or in excess of budget and that the key changes are to address the need for resource to support research.
7.6.2 Changes in student behaviour, a reduced residential occupancy rate at 87% and a reduction in catering activity.
7.6.3 Increased expenditure on blended learning activity and student support.
7.6.4 A reduction in the contingency fund. Key financial risks to be managed by the contingency related to student rent and the likelihood of further rent rebate costs dependent on government guidance for the return of students and potential tuition fee refunds.
7.6.5 That the Academic Cash Contribution would be redistributed to recognise performance and invest in research strategies and Faculty Capital budgets would be re-established.

7.7 The following points were DISCUSSED:
7.7.1 The adequacy of the contingency funds in light of government guidance for student travel
7.7.2 The attrition rate of students. 1st December was the official census date for registrations and better data would be available after that date.
7.7.3 That the funds taken from the IT strategy were a deferral for four to five months due to the impact of Covid on progression of the Digital Strategy.
7.7.4 The move to a quarterly rolling budget with Board or Committee sign off where required

8 STAFF ENGAGEMENT (reference BT/20-21/017)
8.1 RECEIVED the presentation. The DVC and Provost introduced the item. The Director of People and Organisational Development joined the meeting for this item.

8.2 NOTED that the last large-scale staff survey was undertake in 2018 and indicated a number of areas where reflection and improvement was required, particularly around how change is managed, workload and two-way communications with staff.

8.3 DISCUSSED the University’s approach to staff engagement as described in the supporting presentation.

8.4 The following points were DISCUSSED:
8.4.1 The balance of pulse surveys and other channels of engagement. The benefits of pulse surveys as a timely way of gathering information and informing decisions. The desire to improve turnaround times and ability to disaggregate data.
8.4.2 Staff responses to blended working arrangements which showed a high degree of variation but a consistent desire for flexibility
8.4.3 Acknowledging the values are designed for staff, the importance of developing them in partnership with students and ensuring they are recognisable to students.
8.4.4 The Board’s desire to see the next sets of pulse survey data, on Wellbeing and Communications. That early indications did not show an appreciable worsening of stress, despite lockdown ACTION: DVC & Provost
8.4.5 The importance of closing the feedback loop for staff, as for students. The advantage of the pulse approach in addressing problems more quickly.
8.4.6 The need to evaluate the effectiveness of different communication channels and understand what staff find most useful. The opportunity to use the feedback from the Communications pulse survey to start this work.
8.4.7 Ways of empowering managers to engage with their teams and support wellbeing without additional strain

9 TEMPLE QUARTER PROGRAMME UPDATE (reference BT/20-21/018)

9.1 RECEIVED the paper. The Chief Operating Officer introduced the item.

9.2 CONSIDERED the progression of current plan ‘A’ to the completion of RIBA Stage 4 and full business case, [REDACTED: likely to prejudice commercial interests].

9.3 NOTED the information intended to be presented at the special Temple Quarter briefing scheduled for the 17th December at which the Board will be asked to consider the conditions that need to be achieved to enter into the main build contract for the first academic building (CM1) of the Temple Quarter Enterprise Campus.

9.4 NOTED the challenges of the current contracting environment, and slight disruption to work on site due to supply chain impact.

9.5 NOTED that the scheduled briefing on 17th December was subject to rescheduling depending on the timeline of Treasury engagement.

9.6 The following points were DISCUSSED

9.6.1 The need to understand the level of contingency budget that would be required if costs increased, the reverse stress scenario that would lead to this increase and any trade-off between cost, time and quality. The COO confirmed that these issues would be covered in the next report to Finance & Infrastructure Committee.

9.6.2 [REDACTED: likely to prejudice commercial interests]

9.6.3 The impact of changing timelines on Board consideration of the New University Library. The Executive confirmed that a paper to Finance & Infrastructure was planned to address this issue and would return to the Board in due course.

10 AUDIT AND FINANCIAL STATEMENTS (reference BT/20-21/019)

10.1 RECEIVED the paper. The Chief Operating Officer introduced the item.

10.2 It was NOTED that the documents provided gave background assurance to the Board, via Audit & Risk Committee, in order for the Board to be able to approve the Annual Report & Financial Statements.

10.3 The Treasurer presented documents BT/20-21/019 a and b and NOTED that progress had been made in risk management and reasonable assurance was expected next year.

10.4 APPROVED the Audit and Risk Committee’s Annual Report for 19/20 (BT/20-21/019 a)

10.5 APPROVED the Internal Auditors Annual Report for 19/20 (BT/20-21/019 b)

10.6 APPROVED the external auditor’s report and Letter of Representation for 19/20 (BT/20-21/019c)

10.7 APPROVED the 2019/20 Annual Report & Financial Statements (BT/19-20/019 d)

10.8 AUTHORISED the Chair and the Vice Chancellor to sign the Annual Report & Financial Statements and the Letter of Representation on their behalf

11 ENDOWMENT FUNDS PERFORMANCE ANNUAL REPORT (reference BT/20-21/020)

11.1 RECEIVED the paper. The Chief Operating Officer introduced the item.
11.2 It was NOTED that the endowment funds were governed by acts of parliament (the Bristol Act 1960 & 1974)

11.3 DISCUSSED the summary of the endowment investment performance report previously presented to FIC at its meeting of 28 Oct 2020.

11.4 APPROVED the unit prices for the General Pool and Trustee Security Pool of the University’s endowment

12 Elizabeth Blackwell Institute: COVID-19 Research (reference BT/20-21/021)
12.1 RECEIVED the Report. The PVC Research introduced the presentation.

12.2 DISCUSSED the report and associated presentation

12.3 Professor Rachel Gooberman-Hill introduced the Elizabeth Blackwell Institute. At the onset of the pandemic they pivoted their normal processes to provide rapid funding support for over 80 Covid-related projects. Colleagues have subsequently secured over £3m further funding with more bids in development and Bristol research has informed national policy and decisions, with a global reach. Professor Gooberman-Hill introduced three colleagues and their research projects

12.4 Dr Duleeka Knight, a Vice-Chancellor’s Fellow, presented work on gathering data around reported mental health using google data and sharing this with organisations including Public Health England and the Welsh Government. The project worked internationally with colleagues in Sri Lanka to create a self-harm register and monitor data.

12.5 Professor Imre Berger described his work with colleagues from Imophoron, a spin out company, to develop an artificial scaffold model. This work has led to the development of a vaccine, at the preclinical stage which has the advantage of being thermostable. He also described work on the first druggable pocket of the Covid virus which could keep it in a non-transmittable form.

12.6 Dr Emma Williamson presented work undertaken with Women’s Aid in response to increased reports of help seeking, domestic abuse and femicide globally during the pandemic. A report was published based on surveys of frontline services and survivors which influenced a government task group to make changes to policy for the second lockdown. Clear practical safety advice for survivors and support networks, was developed based on the data delivered.

12.7 The following points were DISCUSSED

12.7.1 The likely changes to the research funding landscape post-Covid, particularly reduced funding, and an increased emphasis on impact and relevance

12.7.2 The Board’s support for the research endeavour and the civic role of Universities particularly in a time of crisis

12.7.3 The importance of recruiting researchers from underrepresented backgrounds and a recent blog post suggesting diverse teams do better research. The importance of also recruiting participants from diverse backgrounds, particularly given the disproportionate impact of Covid.

12.7.4 The importance of embedding research across the institution – in teaching, in policy and in the civic endeavour

12.8 The Chair of the Board expressed thanks and support on behalf of the Board for all the excellent work of the Institute and the global impact this continues to have.
13.1 RECEIVED the report. The Chair introduced the report.

13.2 APPROVED the draft Terms of Reference for the Effectiveness Review and to DELEGATE authority to the Governance Review Steering Group to make any amendments to this timeline, and/or to the terms of reference for this Review, as appropriate

13.3 APPROVED the appointment of Andy Poolman as Treasurer from 1 January 2021 to 31 December 2021.

13.4 NOTED the decisions taken between meetings.

14 COO UPDATE REPORT (reference BT/20-21/023)
14.1 RECEIVED the paper. The Chief Operating Officer introduced the item.

14.2 NOTED that both investments were proposed for financial return, but also to provide increased opportunities for both staff and students to spin out research and develop the local enterprise infrastructure. These investments will help promote the ancillary aims of the University. Both funds were relatively high risk investments due to the early stage nature of the companies; however, returns were potentially significant and the investments would also benefit the ancillary aims of the University in relation to the advance of arts and science through the translation of research into real world application.

14.3 [REDACTED: likely to prejudice commercial interests]

14.4 [REDACTED: likely to prejudice commercial interests]

14.5 NOTED the recommendation to make a small ex gratia payment to staff was not being progressed at this time but academic promotions were being reopened from January 2021, as was pay scale movement for grade M.

14.6 CONSIDERED the demands of the Student Cut the Rent Group (see paragraphs 3.1 – 3.8 & Appendix 1) and developments since the time of writing. Subsequently to the paper being issued, the government had announced plans for student travel which required all teaching to move online by the 9 December. NOTED that a rent rebate of 10 days had been agreed to reflect the expectation for students to travel during the student travel window. NOTED that the policy on early tenancy release had been changed to reflect the existing practice of releasing students early on compassionate grounds, including mental health.

14.7 NOTED that the Chair of the Board had also met with the student Cut the Rent group, and that individual trustees had been lobbied by students. NOTED the concerns raised by student representatives and the emphasis that their demands were wider than rent, understanding that the rent decision only impacts a minority of the student body. NOTED that representatives had stated that they aimed to address different needs of students, to give students options and to enable them to take the best financial decisions and that dialogue with the Board and Executive had been appreciated.

14.8 The COO recommended that the University continue to act reasonably and provide rent rebates where government guidance meant that students were not required to be on campus, students be able to redeem their deposits against future rental at any point in the academic year should they choose to reside in University halls and an exceptional policy for penalty-free tenancy release during Covid be established to provide a framework to treat all students equitably.

14.9 The following points were DISCUSSED

14.9.1 The additional work and £2m additional expenditure to support students in halls with food boxes, wellbeing and other support
14.9.2 The need to be fair and equitable across the institution and the impact of a refund or reduction in rent on other areas of expenditure
14.9.4 The allocation of the Bristol Bursary to student debt, including fee debt.
14.9.3 That eligibility for the return of deposits where students did not take up their room had been extended to mid-December and deposits refunded where students were unable to travel.
14.9.4 The comparative arrangements at other institutions, including the differing tenancy arrangements. The majority were operating in a similar way.
14.9.5 The importance of equity across the student body when the majority of students do not live in halls and will not benefit from this rebate
14.9.8 The additional hardship funding in place

14.10 The Board APPROVED the provision of further rent rebates where government guidance meant that they were not required to be on campus and that the COO could take action to put in place an appropriate tenancy release policy for those who would be better off living away from University halls due to Covid and discretion in relation to accommodation deposit application and refund.

15 DEPUTY VICE CHANCELLOR AND PROVOST’S REPORT (reference BT/20-21/024)
15.1 RECEIVED the paper. The Deputy Vice Chancellor and Provost introduced the item.
15.2 APPROVED the adoption of the All-Party Parliamentary Group (APPG) definition of Islamophobia, endorsed by Senate at its meeting on the 12 October 2020, including a statement acknowledging different faiths and mutual respect. (Paragraphs 2.1 – 2.4, and Appendix One).
15.3 NOTED the annual report from the Research Ethics Committee (Appendix Two).
15.4 NOTED the report of the Deputy Vice-Chancellor and Provost.
15.5 The following points were DISCUSSED
15.5.1 Progress towards the REF submission, which was encouraging. The challenge would be from other institutions who have also improved and in relation to a change in submission rules.
15.5.2 [REDACTED: information for future publication]
15.5.3 The developments in relation to the work of the Anti-Racism Steering Group and a request from Trustees for further information about decolonisation of the curriculum
ACTION: DVC & Provost
15.5.3 The growing body of evidence to suggest that the career development of female academics have been disproportionately impacted by Covid and the establishment of a Task & Finish Group to gather the evidence and suggest actions.

16 REGISTRAR’S REPORT (reference BT/20-21/025)
16.1 RECEIVED the paper. The Registrar & University Secretary introduced the item.
16.2 NOTED the content of the report.
16.3 AUTHORISED the Chair the Board to approve the Prevent Monitoring Statement.
16.4 APPROVED the formal adoption of the CUC Code. Further information would be provided as to the progress of identified actions.

17 REPORT FROM THE NOMINATIONS COMMITTEE (reference BT/20-21/026)
17.1 RECEIVED the paper. The Chair introduced the item.
17.2 APPROVED the Nominations Committee Terms of Reference 2020-21. (para ref 2.1 and Appendix A).

17.3 APPROVED the recommendation that a vacancy be held on Honorary Degrees Committee from 1 January 2021 (see para ref 2.3.4).

17.4 APPROVED the recommendation that the Major Projects Task and Finish Group is disbanded. (see para ref 2.4.1).

17.5 NOTED the Report of the Nomination Committee, particularly that the Nominations Committee were not intending to make further changes to the size and shape of the Board. The Nominations Committee was scheduled to meet again in January to consider proposals for the Committees impacted by the rotation of Trustees.

18 REPORT FROM THE FINANCE AND INFRASTRUCTURE COMMITTEE (reference BT/20-21/027)
18.1 RECEIVED the paper. The Chair of the Finance & Infrastructure Committee (Andreas Raffel) introduced the item.

18.2 APPROVED the revised terms of reference for the Finance and Infrastructure Committee (Appendix A).

18.3 [REDACTED: likely to prejudice commercial interests].

18.4 NOTED the rest of the report and decisions of the Finance and Infrastructure Committee meetings held on the 01 October 2020 and the 28 October 2020 respectively.

18.5 NOTED that the Dental School proposals would return to the Committee in the Spring

19 REPORT FROM THE AUDIT & RISK COMMITTEE (reference BT/20-21/028)
19.1 RECEIVED the paper. The Chair of the Audit & Risk Committee (Andy Poolman) introduced the item.

19.2 APPROVED the Audit & Risk Committee Terms of Reference 2020-21 (Appendix A)

19.3 NOTED the remainder of the report. NOTED thanks to Moira Hamlin for her role supporting the Chair and the Committee.

20 REPORT FROM THE EDI OVERSIGHT COMMITTEE (reference BT/20-21/029)
20.1 RECEIVED the paper. The Chair of the EDI Oversight Committee (Nicky McCabe) introduced the item.

20.2 NOTED the report of the Equality, Diversity and Inclusion (EDI) Oversight Committee from its meeting on 6 October 2020 and the progress made since the establishment of the Group. The Chair noted the significant impact of the leadership shown by the Executive. The Committee NOTED thanks to the outgoing Chair.

20.3 AGREED that Anti-Racism training would be made available to the Board
ACTION: Head of Governance

21 REPORT FROM THE REMUNERATION COMMITTEE (reference BT/20-21/030)
21.1 RECEIVED the paper. The Chair of the Remuneration Committee (Mohammed Siddiq) introduced the item.
21.2 NOTED the report of the meeting

21.3 APPROVED the revised Terms of Reference

22 REPORT FROM THE PENSIONS TASK AND FINISH GROUP (reference BT/20-21/031)
22.1 RECEIVED the paper. The Chair of the Pensions Task & Finish Group (Andy Poolman) introduced the item.

22.2 CONSIDERED the response to the USS 2020 valuation Technical Provisions consultation (see Appendix 1) agreed by the Pensions Task & Finish Group and the potential financial and employee relations issues arising from the 2020 USS valuation

23 ANY OTHER BUSINESS: BRISTOL STUDENTS UNION ACCOUNTS (reference BT/20-21/034)
23.1 RECEIVED the paper. The Chief Operating Officer introduced the item.

23.2 NOTED the signed accounts of Bristol Students Union for year ended 31 July 2020.

23.3 The Chief Operating Officer confirmed to the Board that the policy to apply payments from the Bristol Bursary to student debt had been suspended. This had been raised by Student Trustees and the Cut the Rent Group.

23.4 The Chair, the Vice-Chancellor and Trustees thanked Moira Hamlin for her service to the Board. Moira had chaired multiple committees, was the Deputy Chair of the Board and had contributed significantly to student disciplinary and appeal committees. She was acknowledged for her balanced and well measured advice, her valued perspective and wealth of experience.

24 Date of Next Meeting: Thursday 17 December 2020 & 5 February 2021.