



MEETING OF THE BOARD OF TRUSTEES

FRIDAY 20 SEPTEMBER 2024

MINUTES

Present: Ms O Adesanya, Mr M Allan, Mr S Boyd, Mr J Boyer (Chair), Professor A Carr, Ms J Cecil, Mr L Coppi, Professor I Craddock, Professor N Edwards, Ms J Huggins, Mr N Keveth, Ms L Lambert (online), Ms X Levantis, Mr F Quek, Mr S Robertson, Professor J Squires (Deputy Vice-Chancellor and Provost), Professor E Welch (Vice-Chancellor), Professor Dame M Welham.

In attendance: Mr Chris Bowden (Programme Manager, Strategic Programmes and Projects) – Item 10, Miss Gurvin Chopra (Postgraduate Education Officer) – Item 9, Ms Lucy Collins (Observer – Incoming Professional Services Trustee), Mr Michael Flay (Interim Deputy University Secretary and Head of Governance), Miss Bakhtawar Javed (International Students Officer) – Item 9, Professor Tansy Jessop (Pro Vice-Chancellor Education) – Item 8, Miss Ella Lovibond (Sport and Student Development Officer), Professor David Manley (Dean of Science and Engineering) – item 8, Mrs Mary Millard (Executive Director of Faculty Operations) – Item 10, Miss Michaela Munro (Observer – Additional Member of ARC), Miss Lucy Pears (Student Living Officer) – Item 9, Ms Lucy Penrose (Deputy Head of Governance), Lucinda Parr (Chief Operating Officer, Registrar and University Secretary), Miss Katie Poyner (Union Affairs Officer) – Item 9, Professor Alison Rust (Head of School, School of Earth Sciences) – item 8, Miss Clare Smith (Interim General Counsel) – Item 6, Miss Mia Stevens (Undergraduate Education) – Item 9, Mr Peter Vermeulen (Chief Financial Officer), Miss Linlu Ye (Equality, Liberation and Access Officer) – Item 9.

Apologies: Mr N Joicey

1. WELCOMES, APOLOGIES AND ANNOUNCEMENTS

- 1.1 The Chair welcomed members to the first meeting of the 24/25 academic year. The Chair also explicitly welcomed Michaela Munro (additional member of Audit & Risk Committee (ARC)) and Lucy Collins (incoming professional services staff trustee) as observers at today's meeting.
- 1.2 **NOTED:** apologies from Mr Nick Joicey (independent trustee).
- 1.3 The Board gave thanks to Professor Veronica Hope Hailey, outgoing Dean of the Business School, for all of her support in setting up the new School. The Board also congratulated Professor Brian Squire who had been successfully appointed to the role.
- 1.4 **DISCUSSED:** the broader UK political landscape, and the importance of the sector demonstrating its commitment to supporting the UK Government's five main missions. It was noted that the University itself was actively contributing to conversations with the new Government officials, working alongside the rest of the sector.

2. DECLARATIONS OF INTEREST

- 2.1 There were none.

3. MINUTES OF PREVIOUS MEETING

3.1 The Board **APPROVED** the minutes of the 5th July 2024 meeting of the Board of Trustees as a true and accurate record (*on file*).

4. **ACTIONS & MATTERS ARISING**

4.1 RECEIVED and **NOTED**: the Board action register (*on file*).

5. **CHAIR'S REPORT** (ref **BT/24-25/001**) (*on file*).

5.1 RECEIVED and **NOTED**: the Chair's Report.

5.2 **APPROVED**: the University's updated Safeguarding Policy, after having received additional assurances that experiences from recent Court cases had been taken into account when developing the policy.

5.3 **NOTED**: that the external Board effectiveness review would take place between January and May 2025, and that the Governance team was currently scoping different providers and liaising with University procurement around the process for commissioning a reviewer. The Nominations Committee would provide a recommendation to the Board in November around the scope of the review, which would commence in January, finish in March, and with a final report being discussed at the Board in May 2025. The Nominations Committee would also discuss a draft of the report in between March and May, prior to the Board discussion and final sign off.

Interim General Counsel joined the meeting

6. **EXECUTIVE GROUP REPORT AND QUESTIONS** (ref **BT/24-25/002**) (*on file*).

6.1 RECEIVED and **CONSIDERED**: the report of the Executive, and a PowerPoint presentation on current admissions numbers and the financial position (*also on file*).

6.2 The Board congratulated the Executive and wider colleagues for successfully achieving a rise of five places to 11th in The Times and Sunday Times Good University Guide 2025.

6.3 **REDACTED: Section 42 - Legal professional privilege**

6.5 The following was **DISCUSSED**:

6.5.1 A "blueprint" to be published by vice-chancellors which would call for tuition fees in [England](#) to rise in line with inflation and for greater government financial support. The Universities UK (UUK) blueprint would include proposals on institutions voluntarily "managing international student population" growth, particularly for areas facing accommodation shortages or pressure on local services. UUK's message to the OfS was one of focussing not just on failure of HE institutions but also on investment for success.

6.5.2 The new research facility at the National Composites Centre (NCC) and the fact that given the long term nature of this and the complexity of lining up the cabinet office, the AWE, the MoD and the University this may require an out of cycle approval by the Board for the University to take on the lease. The cost of the lease would be provided to the Board, once fully known. The Finance and Investments Committee (FIC) would also be considering and recommending to the Board. It was noted that the NCC would be following the University's own ethical framework in delivering the work inside the new facility and that there had been substantive discussions at University Senate about the University's approach to defence work.

6.5.3 The University had had a very successful Welcome Week and had met its accommodation guarantee. It was noted that the University was working very closely with the local community about how we embed students into those local communities. Other successes included delivering Destination Bristol which had which had brought 17,000 students together; a new student app had been rolled out across the student body with 42,000 students actively using it; and a very popular SU Welcome Fair on the Downs. Trustees were encouraged to attend future Welcome Week activities.

- 6.5.4 The University had held a successful TQ Topping Out Ceremony. The Board noted that TQ phase 1 was on time and on budget, and the University was already starting to think about TQ phase 2. It was also noted that the TQ research hub was now open, including the reality emulator and smart cinema functioning.
- 6.5.5 The importance of student engagement in developing the Disposal policy particularly in relation to student accommodation.
- 6.5.6 An update on the Modern Network and future delivery. It was noted that an update would be brought back to the Board at an appropriate juncture, via the Infrastructure Planning Committee, along with proof of concept. The pilots were on track to complete by the end of this calendar year.

ACTION: COO & Registrar

- 6.5.7 **REDACTED: Section 40 - Personal Information** **ACTION: Secretary**

University admissions and the current financial position

- 6.5.8 The headlines were:
 - Home UG registrations up by 12%, exceeding original target numbers;
 - **REDACTED: Section 43 - Commercial Interests**
 - **REDACTED: Section 43 - Commercial Interests**
 - **REDACTED: Section 43 - Commercial Interests**
 - **REDACTED: Section 43 - Commercial Interests**
 - early, and opened up to Rest of World, but then came in under target. This was
 - **REDACTED: Section 43 - Commercial Interests**

- 6.5.9 The reversal of the UK visa policy and how it impacted on some countries of origin more than others. The University was aware from its current international students that the previous government narrative had affected applications and also sentiment on arrival, but that this had now changed.
- 6.5.10 The proportion of black Home UG students, noting that the admissions data for this would be available later in the year, and that the University was committed to increasing that trajectory.
- 6.5.11 How some institutions were keen to bring back planned number caps for Home UG and the division of opinion on this across the sector.

- 6.5.12 **REDACTED: Section 43 - Commercial Interests**

- 6.5.13 REDACTED: Section 43 - Commercial Interests
- 6.5.14 REDACTED: Section 43 - Commercial Interests
- 6.5.15 The University was robustly exploring learnings from those programmes where there had been shortfalls, in particular looking at market, quality, student satisfaction, and cost. All Faculty PVCs were looking to recalibrate. An update on this would be provided to the Board in due course.

ACTION: DVC & Provost

- 6.5.16 The long-term trend in relation to Home PGT, and the fact that people had incurred significant debt over the years and were now more cautious about going on to PG courses unless they could identify a clear return in investment.
- REDACTED: Section 43 - Commercial Interests

Interim General Counsel left the meeting

7. FINANCE REPORT (ref BT/24-25/003) (on file).

- 7.1 RECEIVED and **CONSIDERED:** a paper from the Chief Financial Officer outlining a summary of the most important financial matters as of September 2024.

- 7.2 REDACTED: Section 43 - Commercial Interests

- 7.3 REDACTED: Section 43 - Commercial Interests

- 7.4 There was also a discussion about longer term financial planning
- REDACTED: Section 43 - Commercial Interests
- A more detailed hypothesis about the University's longer term risk appetite would be discussed at 1st October UEB, then FIC and then Board of Trustees for consideration
- REDACTED: Section 43 - Commercial Interests

Tansy Jessop, Alison Rust and David Manley joined the meeting

8. NSS RESULTS ANALYSIS (ref BT/24-25/004) (on file).

- 8.1 RECEIVED and **CONSIDERED:** a paper and PowerPoint presentation (*also on file*) containing analysis from the University's 2024 NSS results.

- 8.2 The following was **DISCUSSED:**

- 8.2.1 REDACTED: Section 43 - Commercial Interests
- 8.2.2 REDACTED: Section 43 - Commercial Interests
- 8.2.3 REDACTED: Section 43 - Commercial Interests
- 8.2.4 REDACTED: Section 43 - Commercial Interests
- 8.2.5 REDACTED: Section 43 - Commercial Interests
- 8.2.6 REDACTED: Section 43 - Commercial Interests
- 8.2.7 It was agreed that the recent internal audit report on NSS, which would be discussed by the Audit & Risk Committee on 23rd September, would be shared with the Board.

ACTION: Secretary

- 8.2.8 REDACTED: Section 43 - Commercial Interests
- 8.2.9 REDACTED: Section 43 - Commercial Interests
- 8.2.9 It was agreed that a more detailed discussion on NSS would be had at a future board meeting, possibly at the Board away day in March 2025 (depending on agenda), with a view to inviting some Heads of Schools and Deans to attend.

ACTION: Secretary

- 8.2.10 The Board strongly supported the Executive in delivering on the NSS, particularly as the recruitment and retention of students was becoming increasingly more important.

*Tansy Jessop, Alison Rust and David Manley left the meeting
Bakhtawar, Gurvin, Lucy, Ella, Katie, Mia, & Min Lu joined the meeting*

9. SU SABBATICAL OFFICERS PRESENTATION (on file)

- 9.1 RECEIVED and **CONSIDERED**: a PowerPoint presentation from the SU Sabbatical Officers about their priorities for the year ahead.
- 9.2 **NOTED**: the University had assigned one member of UEB and one member of the Sabbatical Officer team to lead on each of the areas highlighted so that the University and the Sabbatical Officers could work together to deliver on mutually shared priorities.
- 9.3 A follow up presentation would come to the Board in January 2025, and again in May 2025 to ensure that actions remained on track for delivery.

ACTION: Secretary

Bakhtawar, Gurvin, Lucy, Ella, Katie, Mia, & Min Lu left the meeting

10. US2030 (BT/24-25/005) (on file).

- 10.1 RECEIVED and **CONSIDERED**: a University Structures programme update, including progress to date and next steps, from the Chief Operating Officer & Registrar (Professional Services) and the Deputy Vice-Chancellor & Provost (Academic).

Professional Services

- 10.2 The following was **DISCUSSED**:

10.2.1 REDACTED: Section 22 - Information intended for future publication

10.2.2

10.2.3 REDACTED: Section 22 - Information intended for future publication

10.2.4 REDACTED: Section 22 - Information intended for future publication

- 10.2.5 It was noted that a breakdown of the workstreams underneath the project and associated timelines would be shared with staff in due course.

10.2.6 REDACTED: Section 22 - Information intended for future publication

Academic structures

- 10.3 The following was **DISCUSSED**:

10.3.1 Confirmation from the Board that it was content that Academic Structures being introduced were appropriate and that they would support the delivery of the University strategy.

10.3.2 The benefits of the academic structure changes, reinforced by the two academic staff trustees,

REDACTED: Section 22 - Information intended for future publication

10.4 Board members provided some additional comments more broadly which were as follows:

10.4.1 The importance of bringing people together on the journey (hearts and minds).

10.4.2 The vision for the end state must be clearly articulated and consistency and clarity of decision making was also essential.

10.4.3 Consideration must also be given as to how these changes could enable the research ambitions of the University, not just the educational underpinnings of the University strategy.

10.4.4 REDACTED: Section 22 - Information intended for future publication

10.4.5 REDACTED: Section 22 - Information intended for future publication

10.4.6 Ensuring that the Programme considered how best to allow for a period of downtime to allow for the embedding of change between each phase of delivery.

10.5 The Board supported the direction of travel, emphasising the excellent organisational maturity of this Programme and members agreed that they felt comfortable with the level of buy-in and coordination across academic and professional services.

REDACTED: Section 43 - Commercial interests

11. UNIVERSITY RISK APPETITE (BT/24-25/006) (on file)).

- 11.1 RECEIVED and **APPROVED**: the University's Risk Appetite Statement.
- 11.2 It was **NOTED** that at the Audit & Risk Committee (ARC) meeting on 23rd September, the committee would be discussing how to bring the risk appetite to life, how best to embed it into the University's risk management framework and how to link this document back into the Key University Risk Register to ensure a common view point across the two documents.
- 11.3 It was **NOTED** that the Risk Appetite Statement would be reviewed annually by the ARC and would be brought back to the Board of Trustees on a 'by exception' basis. In the meantime, the Executive and the ARC would work together to 'test' what the risk appetite meant in specific examples and/or for specific SPIs, ensuring that the rationale for key decisions was well-documented.
- 11.4 **APPROVED** on the recommendation of the Audit & Risk Committee, the University's Risk Appetite Statement for 2024/25.

12. REPORT FROM REMUNERATION COMMITTEE

- 12.1 RECEIVED and **NOTED**: a verbal report from the Chair of the Remuneration Committee regarding the business discussed at its meeting on 19th September.
- 12.2 During 23/24 the Committee agreed a number of changes to the process for performance review and salary recommendations, namely:
- a. The definition of the Remit Group to align with the membership of UEB
 - b. The introduction of a Senior Salary Committee to review colleagues who were at grade M4 but not members of the UEB
 - c. A new set of forms and guidance for colleagues designed to meet the feedback from RemCo and provide a more robust and consistent assessment of progress.
- 12.3 The Committee had discussed the above new process and made some positive reflections – confirming that the new process had been much improved. The Committee then undertook an assessment of performance, salary recommendations and objectives for 24/25 for each member of the Remit Group and made salary recommendations in line with the national pay award.
- 12.4 The Committee also endorsed its Annual Report, which would be presented to the Board of Trustees in November for approval.
- 12.5 The Committee approved the Pay in Lieu of Pension (PILOP) scheme for its current high earner members for a further year and noted the removal of PILOP from a sole member of staff who had reached the limit of the USS pension scheme.
- 12.6 The Committee discussed the University's use of Recruitment and Retention Supplements (RR1 And RR2) including how they are used, and any previous and planned audits of our pay structure that assess the impact of such supplements.
- 12.7 At the next meeting in April the Committee would be doing a spotlight session on the future University's future remuneration strategy, as well as its other usual business.

Andy Carr, Jessica Cecil and Lucy Collins left the room

13. NOMINATIONS COMMITTEE REPORT ref BT/24-25/007 (on file)).

- 13.1 RECEIVED and **APPROVED**: a report from the Chair of the Nominations Committee which had been written by exception in order to outline key decisions made by the Committee via email in August and September 2024.
- 13.2 **APPROVED**: that Andrew Carr be reappointed for a third and final three-year term as an Independent Trustee on the Board of Trustees from 1 January 2025 to 31 December 2027.
- 13.3 **APPROVED**: that Jessica Cecil be reappointed for a third and final three-year term as an Independent Trustee on the Board of Trustees from 1 January 2025 to 31 December 2027.
- 13.4 **APPROVED**: that Hazel Phillips be reappointed for a third and final three-year term as a Member of Court appointed to Nominations Committee from 1 January 2025 to 31 August 2027.
- 13.5 **APPROVED**: that Lucy Collins be appointed as Professional Services Staff Trustee for an initial 3-year term from 1 November 2024 to 31 July 2027.

Andy Carr, Jessica Cecil and Lucy Collins rejoined the room

14. ANY OTHER BUSINESS

- 14.1 There was none.

DATE OF NEXT MEETING: 22 NOVEMBER 2024