



## MEETING OF THE BOARD OF TRUSTEES

Friday 31 May 2019

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

### MINUTES

**Present:** Mr J Boyer (Chair), Ms K Ashley, Professor A Carr, Ms J Cecil, Ms J Cook, Professor S Ellwood, Ms L Fletcher, Dr M Hamlin, Mr N Joicey, Dr J Khawaja, Professor G Macdonald, Dr J Manley, Ms N McCabe, Mr A Poolman (Treasurer), Dr A Raffel, Mr M Saddiq, Professor J Squires (DVC and Provost), Professor K Syrett.

**In attendance:** Professor N Canagarajah (PVC Research) *part meeting*, Professor S Heslop (interim PVC Education) *part meeting*, Mr R Kerse (Chief Operating Officer), Dr E Lithander (PVC – Global Engagement) *part meeting*, Professor G Orpen (DVC New Campus Development) *part meeting*, Ms L Parr (Registrar & Secretary), Professor S Purdy (PVC Student Experience) *part meeting*, Miss L Barling (Clerk and Head of Governance).

**Apologies:** Professor H Brady (Vice-Chancellor).

#### 1 WELCOMES, APOLOGIES AND ANNOUNCEMENTS

- 1.1 The Chair declared the meeting as quorate.
- 1.2 The Board thanked the outgoing student trustees for their valuable contributions to Board discussions over the previous year and wished them luck in their future endeavours.

#### 2 DECLARATION OF INTERESTS

- 2.1 No new interests were declared

#### 3 MINUTES OF PREVIOUS MEETING

- 3.1 RECEIVED and APPROVED: the minutes of the Away Day on 14 March 2019, and of the meeting on 15 March 2019 (*on file*).

#### 4 MATTERS ARISING AND ACTIONS

- 4.1 RECEIVED: Board action register (*on file*).

#### 5 VICE-CHANCELLOR & PROVOST'S REPORT

- 5.1 RECEIVED: Vice-Chancellor's report (reference **BT/18-19/068**, *on file*).
- 5.2 NOTED:
  - That the Office for Students (OfS) had written to all registered universities urging Boards to exercise caution in relation to the student number forecasts that underpin their financial forecasts. Members agreed that it would be appropriate for the Board to consider the letter (and associated annex) in more detail during the course of today's meeting (notably during items 8 & 9 on the agenda).
  - **[REDACTED: likely to prejudice commercial interests].**  
The Board was encouraged by the GOLD Command System which the University had established as a result of the recent pressures, and underlined the importance of recognising (and not being surprised by): a) the velocity of change in these types of circumstances and; b) the fact that there would always be tension between the caution of the legal advice and the pro-activity of the communications/PR advice. The Board requested that it be kept abreast of all significant developments.

- In response to the potential for fee cuts as a result of the Augar Review, and what might happen should there be a change of government, the Executive reassured the Board that it was continually reviewing its current financial strategy targets and margins in order to absorb any future challenges in this area, although by and large it remained focused on delivering its existing plans. The Executive emphasised that it endorsed the Board's recommendation from the meeting on 15 March to define its strategic priority areas from both the top down and bottom up, and was clear that it was already making important decisions about resource allocations in order to shore the University up for the future.
- Board members expressed a concern around the impact of the Augar recommendations on the University's ability to deliver its OfS WP targets. In particular, there may be a negative impact on funding for Foundation Programmes, which was supported by the University's Access funding. The Executive confirmed that it would continue to find ways to support Foundation Programmes and emphasised that the re-introduction of maintenance grants would also be a helpful contribution.
- The Board encouraged the Executive to continue to 'horizon scan' for all possible future scenarios as the outcomes from the Augar Review unfold over time.

## **6 STRATEGIC ITEM 1 – REVIEW OF STRATEGIC PLAN**

6.1 RECEIVED: an update on the University Strategy 2016-2023 (*presentation on file*).

6.2 NOTED:

- NSS remained a significant challenge although internal data from the University's 'Your Bristol Survey' suggested that this year's NSS may show an improvement. It was agreed that the Audit Committee would undertake a 'deep dive' into the NSS results at its meeting in July and report back to the Board in the Autumn term. At its own meeting in July, the Board would receive a full picture of the NSS results for this year and would recommend to the Audit Committee the specific deep dive areas for it to review.
- The Board was very supportive of the University's desire for a more diverse international student body and fully recognised the initiatives already being put in place to create a more inclusive, integrated and intercultural experience for both international and home students.
- There remained a very real challenge for the University to try and maintain a comprehensive offering for all students. The Board recognised that the University was operating in an extremely competitive market, and that it was important to secure the institution's long-term financial sustainability. The Board was supportive of the need to grow unregulated student fee income in order to sustain the University's research economy, and to shrink or disinvest in lower growth areas. However, the Board emphasised that the University must continue to recognise the impacts of this approach, particularly around public value, the cost and implications on and for the City of Bristol in terms of student numbers, the impact on the student experience, and achieving a balance between research per FTE in growth areas that the University might not normally get significant research funding.

6.3 Following on from the above considerations, the Deputy Vice-Chancellor specifically highlighted to the Board some of the key conflicts/challenges that were currently facing the University. These were currently as follows:

- The parameters set by HE Regulators were at times mutually contradictory.
- The University had a much stronger profile in/with and contribution to the city of Bristol than it had done previously, and the partnership between them was growing significantly with the co-sponsorship of schools, support for local industries and charities, student volunteering work, and now TQEC.
- It was important to recognise that whilst the University was growing in size, it was still a medium sized university compared to the sector.
- Fundamentally, the University does need to operate in an internationally competitive market, deliver on its civic responsibilities, successfully educate next generation, and sustain its global standing as a research powerhouse. It was important that the University

continue to balance each of these priorities to maintain its standing as a research-intensive global civic university.

## **7 STRATEGIC ITEM 2 – STRATEGIC PROGRESS REPORT**

7.1 RECEIVED: Strategic Progress report (reference **BT/18-19/069**, *on file*).

7.2 NOTED:

- the high-profile critical areas of the strategy which were the focus of significant management attention; and
- the plans in hand to mitigate and manage issues and risks in those areas.

7.3 In relation to the appropriateness of the measures being taken, the following points were noted:

### *Student feedback within Education and the Student Experience (topic 1)*

- The Board was reassured that: a) there was no evidence to suggest a direct causal relationship between course growth and student satisfaction; and b) the University was undergoing a significant curriculum enhancement programme which involved a review of pedagogical practices and programmes in order to adapt to the increase in student numbers and changes student expectations. The recruitment of the incoming PVC Education would help to accelerate this change.
- There remained a challenge around poor scores in ‘assessment and feedback’, and whilst the Board was reassured that a comprehensive communication plan was in place to manage staff and student expectations in this area, there remained some concerns around the management of individual staff to deliver, noting that this was potentially a systemic cultural issue within certain Schools/Departments. The Board encourage the Executive Management team to consider additional communications resource.

### *EDI (topic 2)*

- The Executive flagged it was committed to challenging targets to increase the proportion of students from WP backgrounds, despite a risk of impact on the University’s average tariff score, and that presented a fair balance between league table performance and widening participation.
- The Executive reassured the Board that whilst the BAME attainment gap remained it was lower than the sector average and was not statistically significant.
- The Board noted that the OfS Access and Participation Plans were now more outcome-focussed, which meant that the University could potentially spend less than it had previously allocated on WP access and progression activities but would need to deliver against stretching OfS targets.
- The Board also discussed the staff EDI plans, particularly the actions being taken in relation to BME staff recruitment

### *Research (topic 3)*

- The Board was encouraged by the way in which the University had aligned its CDT bids with the Industrial Strategy priorities and welcomed the number of CDT’s which the University had been awarded.
- The Board noted the challenging targets for research income and emphasised the importance of ensuring a balance is achieved between STEM and Social Sciences and Arts research capacity, recognising the value that the latter could provide in the development of multidisciplinary bids.

ACTION: The TRAC report would be circulated to all members

### *Space (topic 4)*

- The Board noted that FMP would be doing a “deep dive” into space utilisation at its meeting in October and would report back to the Board. The Board requested that FMP

consider, as part of the deep dive, student accommodation and how we balance this with the concerns of the City.

## **8 OVERVIEW OF INTEGRATED PLANNING PROCESS**

8.1 RECEIVED: an update on the IPP process (*presentation on file*)

8.2 NOTED:

- The challenging global economic environment could lead to a slow-down in the growth of international students and whilst the University was confident that robust market analysis indicated where the growth markets were, and increased investment in the International Office allowed us to tap into those, the Board encouraged the University to continually review and 'horizon scan' in order to mitigate the risks in this area.
- Investment in the University's data sources would be an essential investment in the coming months and years in order to help the process to work efficiently and effectively.

## **9 BUDGET AND CAPITAL PROGRAMME (2019-2023)**

9.1 APPROVED: the 2019-2023 Budget and Capital Programme (reference **BT/18-19/070**, *on file*) on the recommendation of the Finance & Major Projects Committee.

9.2 NOTED:

- That whilst the finances of the University were healthy broadly-speaking, there were many external factors that could cause the situation to change rapidly. The Board therefore challenged the Executive to ensure that next time costs started to increase, it comprehensively considers where cost-saving measures could be implemented and what those cost saving measures should be in order to continue to ensure that the University is fit for the future.
- **[REDACTED: likely to prejudice commercial interests].**

ACTION: There would be a presentation on Campus Heart and the new Library at a future meeting of board.

9.3 The Board considered the letter from the OfS in relation to the student number forecasts that underpinned the University's financial forecasts, and discussed the robustness of the mitigating actions that would need to be put into place should the University face an external shock that might negatively impact on its ability to deliver services. The Board, together with the Executive, considered the impact of various shock scenarios on the institution and in light of the discussions confirmed that they understood the budgetary and financial modelling process that the University had undertaken, the implications of that modelling, particularly around student number forecasts, and that they collectively supported the decisions made by the University. A letter detailing the Board's considerations would be drafted and submitted to the OfS in due course.

## **10 APPROVAL OF RISK MANAGEMENT FRAMEWORK**

10.1 APPROVED: the Risk Management Framework (reference **BT/18-19/071**, *on file*).

10.2 The Board congratulated the Executive on the significant improvements that had been made to the Risk Management Framework over the recent year. However, it also recommended the following for future improvements:

1. Further consideration of the velocity of risk
2. A reduction in the scoring from 5 to 3 in both impact and likelihood
3. Clarification around which are the catastrophic risks and drawing those out in a more holistic way
4. A clearer delineation between the first and second lines of defence in terms of responsible officers (governance)
5. Longer term horizon scanning to be undertaken in order to identify what are the University's emerging risks so that there can be more explicit discussions about these at Board level.

10.3 APPROVED: the University's new Risk Management Framework, including the Risk Management Policy.

## **11 TEMPLE QUARTER APPROVALS**

11.1 RECEIVED: Temple Quarter approvals (reference **BT/18-19/072**, *on file*).

11.2 **[REDACTED: likely to prejudice commercial interests]**

11.3 **[REDACTED: likely to prejudice commercial interests]**

11.4 **[REDACTED: likely to prejudice commercial interests]**

11.5 **[REDACTED: likely to prejudice commercial interests]**

11.6 **[REDACTED: likely to prejudice commercial interests]**

11.7 **[REDACTED: likely to prejudice commercial interests]**

11.8 **[REDACTED: likely to prejudice commercial interests]**

## **12 REPORT FROM DVC & PROVOST**

12.1 RECEIVED: the report from the Deputy Vice-Chancellor & Provost (reference **BT/18-19/073**, *on file*).

12.2 APPROVED: University Research Governance & Integrity Policy on the recommendation of Senate (on file).

12.3 APPROVED: on the recommendation of Senate, a request for the University to formally associate itself with the SS Great Britain, and CONSENT TO the proposed amendments to Ordinance 22 as listed in the report.

12.4 NOTED:

- To support the Declaration of a Climate Emergency agreed by Senate in April, the University was following up with a detailed action plan, along with the establishment of a Sustainability Council chaired by the PVC Global Engagement. The Sustainability action plan will be considered by the Board once developed
- The Board was hugely encouraged by the University's appointment of a permanent academic post in the history of slavery. The Board noted that the individual would collaborate with existing staff, students and our local communities to carry out archival research to explore, investigate and determine the University's historical links to slavery.

## **13 REGISTRARS REPORT**

13.1 RECEIVED and NOTED: Registrar's Report (reference **BT/18-19/074**, *on file*).

## **14 COO UPDATE REPORT**

14.1 RECEIVED (reference **BT/18-19/075**, *on file*).

14.2 The Board requested that they receive a more in-depth presentation on pensions at a future meeting (likely September).

14.3 **[REDACTED: likely to prejudice commercial interests]**

14.4 DELEGATED AUTHORITY: to the Finance & Infrastructure Committee to consider and grant any approvals required under the Student Union's Articles of Association.

- 14.5 AGREED: that the threshold for grant approvals required under the Student Union's Articles of Association should be at the discretion of the Finance and Infrastructure Committee.
- 14.6 **[REDACTED: likely to prejudice commercial interests]**
- 14.7 **[REDACTED: likely to prejudice commercial interests]**
- 15 CHAIR'S REPORT**
- 15.1 RECEIVED and NOTED: the report from the Chair of the Board (reference **BT/18-19/076**, on file).
- 16 COURT REFORM - AMENDMENTS TO CHARTER**
- 16.1 RECEIVED: Amendments to Charter re Court Reform (reference **BT/18-19/077**, on file).
- 16.2 APPROVED by SPECIAL RESOLUTION the proposed changes to the Charter (on file).
- 17 REPORT FROM THE AUDIT COMMITTEE**
- 17.1 RECEIVED and NOTED: report from the Audit Committee (reference **BT/18-19/078**, on file)
- 18 REPORT FROM THE HONORARY DEGREES COMMITTEE**
- 18.1 RECEIVED: report from the Honorary Degrees Committee (reference **BT/18-19/079**, on file).
- 18.2 APPROVED: on the recommendation of Senate, one honorary fellowship and some honorary degrees as outlined in the paper.
- 19 Pensions Task and Finish Group report**
- 19.1 RECEIVED and NOTED: update from the Pensions Task & Finish Group (reference **BT/18-19/080**, on file).
- 19.2 NOTED that the Chair of the Board, in exercising his powers to take decisions between meetings, APPROVED the recommended option on 14 May 2019. The recommended option is included in the minutes of the meeting, and information relating to all of the options considered is included in the COO report, paper ref BT/18-19/075).
- 19.3 Noted that at its meeting on 29 May 2019, the Group undertook the following activities:
- Agreed the final consultation response for the UUK Response to Employer consultation on Scheme Contribution Options in response to the 2018 USS Valuation
  - Considered and agreed the University's response to a consultation by the Committee of University Chairs (CUC) on a proposed pension position statement to be adopted by the CUC.
  - Considered and agreed the Proposed submission to Phase 2 of the Joint Expert Panel (JEP).
- 20 Any other Business**
- 20.1 There was no other business and the meeting was closed.

**Approved by the Board of Trustees on: Friday 5 July 2019**