

**MINUTES OF THE BOARD OF TRUSTEES**

**FRIDAY 5 OCTOBER 2018**

Present: Professor H Brady, Mr D Burn (Chair), Mr R Cowap, Professor S Ellwood, Ms J Goldstein, Dr M Hamlin, Sir R Kerr, Professor G Macdonald, Dr J Manley, Ms N McCabe, Professor G Orpen, Ms S Patterson, Mr A Poolman, Mr A Raffel, Mr M Saddiq, Ms Vikki Stace, Professor K Syrett.

In attendance: Professor N Canagarajah, Mr S Chadwick, Ms R Geller, Professor J Iredale, Mr R Kerse, Dr E Lithander, Mr B Mac Ruairi (for item 8), Ms L Robinson, Professor J Squires, Mr J Sutherland (Clerk).

Apologies: Ms K Ashley, Ms Jolene Cook

**1 Welcome and announcements**

1.1 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. In particular, 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 The Chair welcomed **Professor Sheila Ellwood** and **Professor Keith Syrett** the new Academic Trustees and **James Sutherland** as the new Head of Governance and Clerk to Board.

1.3 The Chair reminded the Board that this would be the last Board meeting for **Robin Geller**, Registrar and Secretary,

**2 Apologies**

2.1 NOTED the absence of Ms Kate Ashley and Ms Jolene Cook

**3 Declaration of interests**

3.1 Members were reminded that they had an obligation to disclose any pecuniary, family or other personal interest that they had in any matter under discussion at any meeting of the Board of Trustees as soon as practicable. Members were reminded of their duty to avoid conflicts of interest.

**4 Minutes**

4.1 The minutes of the meeting from 6 July 2018 were APPROVED as a fair and accurate record of the meeting.

**5 Matters arising and actions**

5.1 There were no immediate actions arising from the previous meeting and all actions were in hand.

## **6 Chair's report**

- 6.1 The Board RECEIVED the Chair's report (reference BT/18-19/001) which was introduced by the Chair.
- 6.2 The Board APPROVED the joint appointment of Miss Sue Paterson and Mrs Jane Bridgwater as University Secretary under the terms of University Statute
- 6.3 The Board APPROVED the appointment of Ms Lynn Robinson as Registrar under the terms of University Statute
- 6.4 The Board ENDORSED the recommendation of the Nominations Committee of Court to recommend Mr Nicholas Joicey and Ms Jessica Cecil as Lay Members of the Board of Trustees for a renewable three-year term from the 1 January 2019 until 31 December 2021.
- 6.5 The Board REQUESTED nominations from Board Members to the Nominations Committee of Court.
- 6.6 The Chair informed the Board that Dr Jane Khawaja is proposed as a Professional Services member of the Board in place of Ms Mia Khan, who has left the University. Her original application documentation was circulated to the Board and the Deputy-Chair (MH) talked through the considerations of the Nominations Committee, outlining that Jane Khawaja was a strong candidate and that the original decision was finely balanced. After a period of consideration, the Board APPROVED the appointment of Dr Jane Khawaja as a Professional Services Trustee.
- 6.7 MH confirmed that three interviews are scheduled for the Alumni Association Trustee and that these would be taking place on 17 October.
- 6.8 MH confirmed that the process to appoint lay members to the Board of Trustees was progressing. Seven candidates are being interviewed by the search firm engaged by the University to support the process. Following this, the short-listed candidates would be interviewed by a panel of the Nominations Committee of Court on 18 October.
- 6.9 Deputy-Chair reported the conversation at the Nominations Committee of Court, which explored the challenges of the forthcoming turnover of trustees and the exploration of mitigations to this occurring in the future. The recommended option is to create more of a stagger in the appointments with a view to creating a more critical appraisal connected to the renewal of terms which would include both analysis of the skills requirement of the Board and the performance of the individual trustee.
- 6.10 Question was asked regarding the departure of seven trustees and whether there was an option to extend the engagements beyond the third term as an emergency measure to help with transition. It was agreed that this would be discussed at the next meeting of the Membership, Appointments and Governance Group.

## **7 Vice-Chancellor's report**

- 7.1 The Board RECEIVED the Vice-Chancellors Report (reference **BT/18-19/002**) which was introduced by the Vice Chancellor.
- 7.2 In providing his overview of the contents of the report and his view of the University the following key opinions and facts were shared:
  - Whilst there are significant external uncertainties, it is considered that the UoB is well placed to weather the storm and there is a degree of optimism across the University
  - The Vice-Chancellor shared his view on meetings with key figures in the sector noting in particular the positioning of the Office for Students (OfS) as a market regulator and the emerging regulatory framework.

- Welcome week went well and continued the significant improvement that has been evident over the last two years.
- The Wellbeing Service is in place and the Vice-Chancellor's Taskforce is guiding the development of a student and staff mental health & wellbeing strategy. Consultation on these will begin next week and the Board will be briefed on 9 November with Senate approving before Christmas. A key part of the student strategy is a suicide prevention toolkit. In parallel with internal efforts, the VC shared that he chaired a UK panel which developed a toolkit for helping to prevent suicides and identifies support for the stakeholders when it does occur.
- In respect of student recruitment, the sector has found it challenging this year, but Bristol has performed well and has largely hit its targets without a significant drop in tariff. It is expected that next year will be as tough given the social demographic and the competition will be tougher.
- There has been significant development of physical infrastructure over summer, including the Indoor Sports Centre and the temporary additional teaching space in Royal Fort Gardens. The repurposing of Senate House as a student space continues. Planning permission to cut down the tree in Senate House courtyard has been obtained, which will enable further development of the Ground Floor and Upper Ground Floor.
- In respect of the results of NSS and PRES, it was noted that whilst these undoubtedly suffered a negative impact from the industrial action, it is recognised that other comparable institutions were not impacted to the same degree. The Vice-Chancellor assured the trustees that the senior team is taking the results very seriously.
- In respect of RFIP, the government fund-matching programme for research, the University had secured **[REDACTED: likely to prejudice commercial interests]**.
- The Vice-Chancellor drew attention to the **[REDACTED: likely to prejudice commercial interests]**.
- In respect of senior recruitment, the Vice-Chancellor confirmed that interviews for the DVC Provost role had concluded that and Professor Judith Squires (JSq) had been identified as the preferred candidate. It was confirmed that the appointment required endorsement Senate and the trustees confirmed that the Board would be happy to approve the appointment as and when Senate endorsed the proposal. It was confirmed that searches are underway for Registrar & Secretary and the PVC Student Experience and that the search for a new PVC Education would commence once the appointment of the DVC & Provost is confirmed.

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

7.4 Following the update, the Vice-Chancellor opened the floor to questions from the trustees which led to the following points being made:

- JSq confirmed that a number of foundation programmes have been introduced as widening participation initiatives aimed at students who do not meet the entry criteria to apply directly to our degree courses. including in the Faculties of Health Sciences (MB ChB Gateway to Medicine, BDS Gateway to Dentistry, BVSc Gateway to Veterinary Science), and Arts (Foundation in Arts and Humanities). The Centre for English Language and Foundation Studies (CELFS) provides help for postgraduate taught students to succeed in their

studies via their Academic Language and Literacy course. It was further confirmed that the attainment gaps identified in relation to BAME and international students was being addressed via a specific set of actions led by the newly appointed Head of Inclusion

- In terms of the University's position on the questions asked within the OfS consultation (published 7 September) on a new approach to regulating access and participation, JSq confirmed that the proposed introduction of multi-year access and participation plans is welcome, as is the proposal to introduce mandatory targets, though these could be challenging depending on which targets are selected. The removal of specific requirements on the level of access and participation spending could be helpful given the uncertainty regarding tuition fee and grant funding as a result of the ongoing post-18 review as well as the ONS review of the treatment of student loans in the national accounts. We welcome the emphasis on building the evidence base and supporting evaluation. Overall, we can expect the proposed new approach to access and participation to place greater regulatory and public scrutiny on institutions, including through the publication of annual impact reports, requirements on transparency, and the new access and participation dataset. Our current WP initiatives will need to be evaluated in relation to the new approach, but it is likely that the Contextual Offer policy and Bristol Scholars schemes would be retained.
- **[REDACTED: likely to prejudice commercial interests].**
- **[REDACTED: likely to prejudice commercial interests].**
- **[REDACTED: likely to prejudice commercial interests].**
- In respect of Temple Quarter, it was shared that Nicola Key has had a positive effect on the programme since her appointment as Head of Programme Delivery. **[REDACTED: likely to prejudice commercial interests].**
- Also in respect of Temple Quarter, **[REDACTED: likely to prejudice commercial interests].**
- It was agreed that the Mental Health Whole Institution Strategy would be brought to November Board to agree the approach to Board monitoring of this strategy going forward.

## **8 Strategic Priority Update**

### **8.1 Estates Strategy** (*Barra Mac Ruairi joined the meeting for this item*)

8.1.1 The Bursar and Director of Estates (BMR) presented to the Board with the Slides provided (ref **BT/18-19/009**) and highlighted that the formulation of strategy is at an early stage. BMR set out the structure for the review process, culminating in the presentation of the Strategy in September 2019.

8.1.2 Having talked through the slides, BMR opened the floor to questions, which led to the following points being made:

- In determining the best configuration for the teaching spaces in the University, it was noted that the teaching expertise within the organisation would identify the principles and then Estates would produce some options to deliver against these. The role of Bristol Institute for Learning and Teaching (BILT) is to contribute to this thinking and help create input for the Estates Strategy to reflect on.
- Whilst the strategy is addressing the long-term needs of the University, there are actions being taken in the short-term to mitigate detrimental impact on the student experience during the current building works and BMR undertook to provide some

additional information on these. It was further confirmed that there is additional budget available for heightened student communications within the Campus Heart programme.

- The University's understanding of its space utilisation is an area for improvement and part of this will be looking at options for centralised ownership of space and better data systems.
- Consideration of premises in respect of the Professional Services functions forms part of a paper which looks more broadly at the Professional Services Operating Model.
- There is a strong trajectory on sustainability within the University and that consideration of wellbeing and environmental factors was being instilled within the thinking of External Estates.
- In respect of older buildings within the estate, **[REDACTED: likely to prejudice commercial interests]**.
- There are opportunities to work in partnership with developers and other organisations, but UoB needs to be considerate of protecting its brand and its substance in choosing which partnerships should be pursued. Delivery of accommodation is an example of a key area for partnership working.

8.1.3 BMR was thanked for bringing his early thinking to the Board of Trustees for discussion.

## 8.2 Staff Survey

8.2.1 The PVC (Research) (NC) introduced the item and presented the slides in pack (ref **BT/18-19/010**) noting that this was an opportunity to share the highlights from the Staff Survey ahead of presenting further detail in January. **[REDACTED: likely to prejudice commercial interests]**.

8.2.2 It was further noted that there is a wealth of data underneath these headlines that allow for more detailed analysis of specific populations. The qualitative data captured via the survey is still to be analysed and any further conclusions or insights would be shared with the Board and within the institution as appropriate.

8.3 Each faculty and division is currently engaged in creating action plans to address the conclusion from the survey and additionally, the senior team is creating its own plan and discussing the different options for improving communications with front-line staff.

## 9 Finance Update

### 9.1 July Management Accounts

9.1.1 The Chief Operations Officer (RK) introduced the report (reference **BT/18-19/003**) and drew attention to some key points within the paper.

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

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

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

### 9.3 USS Update

9.3.1 RK introduced the report (reference **BT/18-19/004**) and shared a presentation (reference **BT/18-19/004**)

- 9.3.2 RK talked through the engagement of staff in respect of the USS Pensions and gave a background to the events since the 2017 Valuation. **[REDACTED: likely to prejudice commercial interests]**.
- 9.3.3 In sharing the conclusions of the Joint Evaluation Panel (JEP), RK highlighted that it had concluded that there are four dimensions which impact on the judgements of the financial health of scheme, which could see a required funding position of about **[REDACTED: likely to prejudice commercial interests]**.
- 9.3.4 RK cross-referenced to the UUK presentation in the afternoon development session for the Board and highlighted the criticality that UUK and UCU make recommendations to the USS Trustee to adopt the JEP recommendations. UCU has publicly supported the JEP outcomes and UUK is currently consulting.
- 9.3.5 RK set out the three key questions included in paper for the response to the UUK consultation noting that three out of four of the JEP proposals are in line with the University's submission to the JEP. The JEP's recommendations largely reflect changes to circumstances since March 2017 and would result in a more favourable view of both the financial position and the cost of maintaining the existing benefit structure than the current version of the 2017 valuation.
- 9.3.6 In response to a question on the share outperformance item which was attributed to a 3.9% improvement in the funding position, it was clarified that this relates to historic investment performance rather than an annual ongoing outperformance.
- 9.3.7 Several questions were submitted by trustees via an online tool and RK undertook to provide a written response to address outstanding queries.
- 9.3.8 In terms of the proposed written response, there were no concerns raised regarding the content and the Board APPROVED delegation of authority to Pension Task & Finish Group to approve final University response.

## **10 Update & Discussion on Court Reform**

- 10.1 The Registrar (RG) introduced the report (reference **BT/18-19/005**) and took the paper as read.
- 10.2 RG set out the structure and the process for the consultation and provided an overview of the work that had been undertaken to date.
- 10.3 The Chair encouraged the trustees to engage with the consultation process to ensure their views as members of Court were available for the analysis of the input and the formulation of the final proposals.
- 10.4 The Board NOTED the contents of the report and the intention to bring a set of proposals on the reform of Court to the 9 November meeting.

## **11 Update on Changes to Alumni Association**

- 11.1 The Alumni Association Trustee (JG) and the PVC (International) (EL) provided an oral update on the progress.
- 11.2 The Board was informed that JG and EL are working very closely and collaboratively to create the proposals to bring to the Board in November. JG reminded the trustees of the process that has been followed to progress the changes and the wide engagement of the interested parties that has been undertaken. It was commented that there is now broad agreement on the operating model for the Alumni Association and its Committee and how these will work with the Development and Alumni Relations Office (DARO).
- 11.3 EL also acknowledged contributions of those that have helped develop the proposals and noted that there is very close work with DARO to make sure that the solution being developed by JG and EL can be operationally supported.

*Andreas Raffel left the meeting*

## **12 Committee and other reports**

### **12.1 Audit Committee**

12.1.1 The Treasurer (AP) introduced the report (reference **BT/18-19/006**) and provided a correction to an error in the report. AP reported that the commentary provided against paragraph 3.6.2 should be amended to reflect that the research misconduct investigation only concerned research undertaken at Bristol University. Other institutions had been made aware of the investigation as appropriate. JSu undertook to change the paper for the record.

12.1.2 The Treasurer highlighted the report and talked through the process to recommend the appointment of an External Auditor for the UoB. It was confirmed that the conclusion of the Audit Committee was to recommend the appointment of PwC given the quality score awarded during the assessment process and its track-record of working with Russell Group Universities.

12.1.3 The Board APPROVED the appointment of PwC as External Auditors for 2018-19.

### **12.2 Membership Appointments and Governance Group**

12.2.1 The Chair introduced the report (reference **BT/18-19/007**) and drew attention to the content that set out the appointments made by the Committee.

12.2.2 The Chair highlighted the recommendation for Andreas Raffel to be appointed as Chair of the Finance & Major Projects Committee and Chair of the Remuneration Committee with effect from 1 January 2019, noting that this decision was a matter reserved to the Board.

12.2.3 The Chair recorded his thanks to Ron Kerr for his work as the outgoing chair of these two Committees.

12.2.4 The Board APPROVED the appointment of Andreas Raffel as Chair of the Finance & Major Projects Committee and Chair of the Remuneration Committee.

### **12.3 Education & Student Experience Committee**

12.3.1 The Chair of the Education & Student Experience Committee (VS) introduced the report (reference **BT/18-19/008**) and drew attention to the inclusion and structure of the deep-dive reports that had been appended to the Committee report.

12.3.2 VS noted that oversight sessions on “Transition from School to University” and “Student Health & Wellbeing” are planned by the Committee and that lay members would be very welcome to join the Committee for these sessions. VS commented that previous sessions had helped lay members to “join the dots” on key issues and that she had found them to be very useful.

12.3.3 The Board NOTED the report.

## **Standing items**

### **Equality and diversity implications**

The Board reflected on topics which had equality and diversity implications, included in respect of the review of support in residences and the annual Equality and Diversity Monitoring Report. 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, reflecting particularly on the items regarding the Staff Survey and USS Pensions.

### **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**

The next meeting of Board of Trustees will take place on 9 November 2018.

MEETING CLOSED