



MEETING OF THE BOARD OF TRUSTEES

Friday 3rd February 2023

VIRTUAL

MINUTES

Present: Jack Boyer (Chair), Evelyn Welch (Vice-Chancellor), Ololade Adesanya, Kirsty Bright, Andrew Carr, Jessica Cecil, Ian Craddock, Ruth Day, Harrison Gorst, Jane Khawaja, Freddie Quek, Andreas Raffel, Caroline Relton, Stephen Robertson, Judith Squires (Deputy Vice Chancellor (DVC) Provost)

In attendance: Mick Axtell (Chief Financial Services Officer) Lucy Barling (Deputy Head of Governance), James Bigwood (Director of People and Organisational Development for item 8), Jane Bridgwater (General Counsel and Deputy University Secretary) for item 5 and 6, Paula Coonerty (Executive Director for Education and Student Experience and Academic Registrar for item 8), Barra Mac Ruairi (Chief Property Officer Sciences for items 11 - 14), Lucinda Parr (Registrar & University Secretary) Hannah Quinn (Head of Governance)

Apologies: Gillian Bowen (on sabbatical), Nick Joicey (on sabbatical), Linda Fletcher, Sir Paul Nurse.

1 WELCOMES, APOLOGIES AND ANNOUNCEMENTS

1.1 The Chair welcomed board members to the meeting, in particular Mick Axtell (Chief Financial Services Officer) who was in attendance for the entirety of the meeting.

1.2 Apologies were also **NOTED**.

2 DECLARATION OF INTERESTS

2.1 None had been received.

3 MINUTES OF PREVIOUS MEETING (*on file*).

3.1 The Board **NOTED** that there had been some minor amendments made to the previous meeting minutes post-meeting, and that these had been requested specifically by individual Board members.

3.2 The minutes of the previous meeting of the Board of Trustees on 18th November 2022 were **APPROVED**, as a fair and accurate record.

4 ACTIONS & MATTERS ARISING (*on file*).

4.1 **RECEIVED** and **NOTED**: all actions had been completed, and the recently appointed Dean of the new Business School would attend the Board meeting in July 2023.

5 VICE-CHANCELLOR'S REPORT AND QUESTIONS

5.1 **RECEIVED**: paper reference **BT/22-23/011** (*on file*).

5.2 The Vice-Chancellor introduced her report, and the following points were **NOTED**:

External matters

5.2.1 The Government's [Higher Education \(Freedom of Speech\) Bill](#) was likely to receive Royal Assent in the spring. The Office for Students were preparing for the new regulatory powers the Bill would give them. The anticipated appointment of an OfS 'Director of Free

Speech' should provide some clarification on outstanding questions (this matter was discussed in more detail at *agenda item 6*).

- 5.2.2 The Lifelong learning entitlement was a positive development which would link with the new flexible degree programmes and opportunities at Temple Quarter Enterprise Campus (TQEC) to support re-skilling in a more flexible way.
- 5.2.3 A recent visit and lecture by the UK Government Cabinet Secretary and others had been very successful at raising the University's profile in Whitehall – this represented a real opportunity to support a key government policy change which aimed to digitally upskill civil servants. The lecture would be published in due course and Bristol colleagues would provide a commentary.
- 5.2.4 In addition, the University had recently welcomed the CEO of the CBI who was extremely excited about the University's innovation and enterprise, particular how it aligned with a commitment to inclusion and was underpinned by a strong research base.
- 5.2.5 The Vice-Chancellor and other Russell Group Vice-Chancellors met with the Shadow Secretary to the Treasury on 2nd February and discussed the need to press the current Government further on the maintenance grants issue.
- 5.2.6 At a more local level, the Vice-Chancellor had been in discussions with the West of England Metro Mayor, Mr Dan Norris, about how students could support the local transport challenges, working with local career advisors, as well as opening up transport related opportunities for students to provide well-paid term time jobs.
- 5.2.7 The Board was informed that the Green Party had won the Bristol by-election and had become the largest party on Bristol City Council. This success would significantly shift the political environment within which the University was working.

Internal matters

- 5.2.8 The University's TEF statement was submitted on 24th January 2023, alongside an independent student submission. The formal outcome would not be known until the summer. The Vice-Chancellor noted the significant work involved in writing the submission and thanked all those involved.
- 5.2.9 UCU took strike action on 1st February, with a series of other dates scheduled during February and March. There had been a high turnout, but action remained respectful and good-natured. The University would monitor the impact on teaching and continue to report to the Board. UNISON had also announced their intention to take further strike action. The Board were assured that during previous strike action, the University had been able to mitigate the impact well, and it anticipated that it would continue to be able to do so going forward.
- 5.2.10 In relation to pensions, the new USS valuation deadline was 31st March and in a few weeks' time, the University would have an initial indication of what the impact was likely to be. There would then follow a year of negotiations with USS. The University would be asked to provide an indication of the possible options for benefit pricing via UUK. It was important to not just look at the 2023 valuation but also consider how to stabilise the situation going forward to avoid a difficult position in 2026. The Board **NOTED** that the Pensions Task & Finish Group would be convened to discuss the benefit pricing options in order to meet the April deadline.

ACTION: Head of Governance

5.3 The following points were **DISCUSSED**:

- 5.3.1 A high turnout on strike day was not inconsistent with previous industrial action and with the fact that the University had strong union membership. It was noted that Russell Group institutions across the board were seeing union membership increase but turnout for strikes in Bristol in particular continued to be high.
- 5.3.2 The Board sought further detail in relation to the paper on sustainable expansion and student accommodation which had been co-authored with UWE as a response to Bristol City Council's local plan. The response highlighted that both universities made significant contributions to the city region, economically and socially. The response should assist the City Council to understand the growth plans of both universities and the scope for demand of student residential accommodation in order for them to plan

effectively. A copy of the University's response to the City Council's local plan would be shared with the Board outside of the meeting.

ACTION: DVC & Provost

- 5.3.3 The Board was assured that with the recent departure of the PVC Student Experience, and the additional responsibilities being placed on staff as a result, the workload of those staff members was being well-managed and distributed evenly, as part of business as usual, across the institution. The Vice-Chancellor and Deputy Vice-Chancellor emphasised the importance of driving empowered authority and responsibility down to individuals, which was essential to ensure the university's agility and effectiveness in an increasingly challenging and complex external environment.
- 5.3.4 Whilst the University had issued central communications to students about what the impact of the strikes might be for them, it was noted that more could be done in this area, and that the University was now working in partnership with the Students' Union (SU) to improve the breadth and depth of those communications across different student 'channels'.
- 5.3.5 The Board was supportive of the Executive reviewing the size and shape of the University to ensure it was appropriately aligned and configured to develop the Strategy, noting that this formed part and parcel of the delivery of a more streamlined executive decision-making structure and of empowered authority and responsibility to individuals. Board members emphasised the importance of taking into account the role of the student voice in this process and also ensuring diversity of thought in decision-making processes. It was agreed that a copy of the new Professional Services organisational chart would be circulated to the Board outside of the meeting.
- ACTION: Registrar & University Secretary**
- 5.3.6 It was noted that the Russell Group had recently agreed with the CEO for the Office for Students, that a small working group would be established to review regulatory burden and bureaucracy.
- 5.3.7 That the Lifelong Learning legislation represented an excellent opportunity for the University to attract mature learners and students from widening participation backgrounds and that it required the University to think about its offering in a more modular way, with a view to being more targeted in its approach to skills development. Members agreed that Temple Quarter provided the University with opportunities for developing this area, and **[REDACTED: likely to prejudice commercial interests]**.
- 5.3.8 Board members emphasised the importance of the University considering their presence in the 'metaverse', highlighting their desire for the University not be left behind in this area. The Vice-Chancellor was supportive of this and highlighted the link between this and the **[REDACTED: likely to prejudice commercial interests]**.
- 5.3.9 It was noted that, going forward, the University was pulling together an HR dashboard to identify and track the vacancy rates across the University to support the University in being more competitive in the national and international jobs market.
- 5.3.10 The opportunity to consider transport challenges in the context of mobility, considering the shared technology across transport sectors. A holistic conception of mobility could enable the University to better position itself in the regional and national context and holistically address the different areas of application.

6 FREEDOM OF SPEECH

- 6.1 RECEIVED: paper reference **BT/22-23/032** (*on file*).
- 6.2 The Deputy Vice-Chancellor & Provost and the General Counsel and Deputy University Secretary introduced the item, and the following points were **NOTED**:
- 6.2.1 The HE Freedom of Speech Bill (the "Bill") would put new obligations on universities and student unions to promote free speech. While it remained contentious and was still making its way through parliament it was likely to receive Royal Assent early in the new year.
- 6.2.2 The framework for compliance with the requirements of the Bill enhanced the responsibility (via the proposed revisions to the OFS Conditions of registration) on the Board of Trustees to ensure that the institution's governing documents were compliant

with its duties under sections A1 to A3 of the Bill, and to ensure that the institution had in place adequate and effective management and governance arrangements to secure compliance with those duties.

6.2.3 The University had reviewed its complaints procedure for complaints specifically related to free speech to ensure that the right policies were in place, consulted with key stakeholders and could confirm that the University was in a good place in terms of ensuring its complaints processes were fit for purpose to respond to new regulatory expectations.

6.2.4 The University was expected to proactively promote free speech and the University had established new mandatory training for all staff and more specific training for those staff involved in complaint procedures. The University was also liaising with the SU to embed this into Welcome Week activities for students. A copy of the training slides would be shared with the Board outside of the meeting.

ACTION: Registrar & University Secretary

6.2.5 The Bill would create a new pressure on the University to work even more closely with the SU given the OfS' considerations about how best to approach the regulation of freedom of speech in Students Unions. The existing strong relationship with the SU was acknowledged, and both bodies had worked together to develop shared and robust processes for evaluating particular aspects such as external speaker requests. Whilst there would be challenges, the University had already done a significant amount of work in this area in order to put it in the best position going forward.

6.3 The following points were **DISCUSSED**:

6.3.1 The challenge of addressing student perceptions in relation to a lack of transparency around freedom of speech procedures. The University would be working more in partnership with the SU on a communications plan to help change those perceptions. Communications would be respectful and emphasise the importance of inclusivity and belonging.

6.3.2 Using robust risk assessment processes, the University continued to consider how best to safeguard marginalised students who were impacted by certain speakers' views. There was broad agreement that it was important to balance freedom of speech and public sector equality duties whilst also protecting marginalised students.

6.3.3 In terms of the impact going forward, the University had been working proactively to ensure it upskilled staff and students about the importance of speaking out when they identified unacceptable behaviour, for example, by way of delivery of campaigns, training and events. The impact of the Bill could be challenging and the Board was mindful of the fact that the University would be rigorously tested on its commitment to fostering and promoting free speech.

6.4 The Board **NOTED** the additional actions that were currently underway, as highlighted in the paper, to ensure full compliance with the bill once it came into effect.

7. KEY UNIVERSITY RISK REVIEW

7.1 RECEIVED paper reference **BT/22-23/033** (*on file*).

7.2 The Registrar & University Secretary (Lucinda Parr) introduced the item, and the following issues were **NOTED**:

7.2.1 The controls in place to manage the Key University Risks.

7.2.2 The removal of the Covid Risks, 0E and 0F, since the previous update.

7.2.3 A further assessment was required in addition to the 18 days of strike action in relation to the ongoing impact of the marketing and assessment boycott.

7.2.4 The work underway to review the organisational risk appetite, which would be brought to the July Board meeting for discussion, and prior to that to Audit & Risk committee in the spring.

7.2.5 The changes underway to the Risk Register to include mitigation timelines as part of standard reporting to the next Board and Audit and Risk Committee meetings.

7.3 The following issues were **DISCUSSED**:

- 7.3.1 That the emerging pressure on the research pipeline was a sectoral issue, with anecdotal evidence suggesting that the pressure varied across Russell Group institutions. **[REDACTED: likely to prejudice commercial interests]**.
- 7.3.2 In terms of future opportunities **[REDACTED: likely to prejudice commercial interests]**.
- 7.3.3 The Board commended the successful rollout of staff and student multi-factor authentication (MFA), noting that since the rollout to students, the number of compromised credentials had reduced from 1000 to 1. The Cyber risk would remain high on the risk register due to the constantly changing external environment, however the narrative would be re-drafted.
- 7.3.4 In relation to the inflation risk impact, it was noted that the University had undertaken extensive financial scenario modelling, and that it would always take balanced choices unless it was in an extreme situation.

8. STUDENT AND STAFF MENTAL HEALTH AND WELLBEING ANNUAL REPORTS

8.1 RECEIVED and **CONSIDERED**: paper reference **BT/22-23/034** (*on file*).

8.2 The Deputy Vice-Chancellor & Provost and the Registrar & University Secretary introduced the report which detailed the achievements and challenges during 21/22 and priorities for 22/23 for Staff and Students. The Acting Chief People Officer and the Executive Director for Education and Student Experience was also in attendance for this item.

8.3 The following points were **DISCUSSED**:

Students

- 8.3.1 Given the persistent narrative that the University was not doing enough, despite the interventions and significant investments that had been made, work was required to rebuild trust in services. The Board emphasised the importance of improving perceptions particularly around co-creation of services with students, listening to student feedback, and being transparent about what services the University provided and the waiting times.
- 8.3.2 The positive development of the recent award of the Student Minds Charter which could help to bridge the clear disconnect between service delivery and student perceptions. A clear and well-articulated communications plan was now essential going forward.
- 8.3.3 The very low response rates to student surveys. Discussions by the Mental Health and Wellbeing Steering Group in relation to a new approach to surveying students by disaggregating the prevalent issues from their experience of services, for example. The Student Minds and the University Mental Health Charters were deliberately sought to try and change the culture and nature of the conversations about mental health at the University and to provide colleagues with confidence and a better understanding of the types of services that the University offered. The Charters' also provided the University with an external framework from which to address key areas for improvement.
- 8.3.4 The Board considered the relationship between assessment and student mental health and noted that the Structure of the Academic Year Programme, together with the new assessment strategy led by the PVC Education were explicitly addressing issues around assessment load, timing and duration.
- 8.3.5 The Board **SUPPORTED** the student mental health and wellbeing priorities for the 2022/23 academic year, as referenced in the paper.

Staff

- 8.3.5 The positive and successful physical wellbeing week campaign which had resonated very well with staff.
- 8.3.6 The report showed some positive trends in staff wellbeing compared with last year and an improvement in staff awareness of University services. It was suggested that

perhaps in order to encourage more people to use the services, the University could ask staff specifically what they think they need or would like to see.

- 8.3.7 The increased wait time for first appointments for the staff counselling service which was likely due to a greater awareness of the services which had driven up demand and that staff were finding it difficult to access NHS and external services. The University would continue to monitor demand and lead times.
- 8.3.8 The Director of Education and Student Experience emphasised the existing relationships which the University had on the student side with local charities and other providers where students were referred. However, it was important to ensure that none of the University's activities became divergent from the University's charitable objects which were to advance education, learning and research for the public benefit.
- 8.3.9 In response to a query about the workload of senior and personal tutors, the Board was assured that the University was continuing to review those roles given the significant current pressures on academic staff. Some future changes to the personal and senior tutor 'models' may be considered in due course. One of the student trustees also emphasised that there was a lack of understanding by students of the value of personal students and suggested that perhaps more could be done in this area.
- 8.3.10 The Board **SUPPORTED** the staff mental health and wellbeing priorities for the academic year 2022/23 as referenced in the paper.

10. CHAIR'S REPORT

- 10.1 RECEIVED and **NOTED**: paper reference **BT/22-23/035** (*on file*).

- 10.2 The following points were **NOTED**:

- 10.2.1 Plans for the Board Development Day on 30th March 2023.

- 10.2.2 That a recommendation would be made to the Board at the Development Day in relation to the commencement of TQEC CM1 construction (RIBA Stage 5).

11. FINANCE REPORT

- 11.1 RECEIVED and **CONSIDERED**: paper reference **BT/22-23/036** (*on file*).

- 11.2 The Chief Financial Services Officer introduced the item. The following points were **NOTED**:

- 11.2.1 That while the University remained in a good financial position currently, there continued to be longer term challenges around inflation, tuition fees, and the funding required to deliver on the Strategy.

- 11.2.2 That future Board reports would include a table describing, and quantifying, the key upsides and downsides affecting the projected EBITDA outturn for the year.

ACTION: Chief Financial Services Officer

- 11.2.3 The cost pressures facing the University and the need to continue the open and transparent university-wide discussion about the future size and shape of the University given the pay, inflationary, cost and capital pressures facing the institution. The Board would continue to be briefed on any actions that might arise as a result of those discussions.

- 11.3 The following points were **DISCUSSED**:

- 11.3.1 The importance of clearly communicating the University's current financial position so that staff could understand why difficult decisions were needed and the potential necessary trade-offs.

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

- 11.3.3 That if any of the proposals received from the banks were time limited, the Board was supportive of a delegation to a Sub-Group to make any decisions required to secure the renewal of the Revolving Credit Facility. The Head of Governance would provide the Board with details of the delegation outside of today's meeting (*on file*).

ACTION: Head of Governance

- 11.3.4 The University's Ethical Investment Policy, and pledge not to invest in fossil fuels and how this related to considerations of environmental, social and governance (ESG) for borrowing purposes. **[REDACTED: likely to prejudice commercial interests]**.
- 11.4 The Board **APPROVED** the amendments to the University's financial regulations, reflecting amendments to Public Procurement Regulations and personnel changes as highlighted in the paper, and **DELEGATED** authority to the Chair of the Board to make further approvals in relation to the next set of personnel-related changes.
- 11.5 The Board **APPROVED** the letters of support for NCCOL and SRF, for the purpose of our external auditors, PwC, signing the audit opinions.
- 11.6 The Board **CONSIDERED** the Section 278 agreement:
- 11.6.1 **[REDACTED: likely to prejudice commercial interests]**.
- 11.6.2 **[REDACTED: likely to prejudice commercial interests]**.
- 11.6.3 It was therefore **APPROVED** and **RESOLVED** that:

- **[REDACTED: likely to prejudice commercial interests]**. specifically authorised to give such instructions.

11.6.4 A copy of the relevant documentation would be circulated with the minutes (*on file*).

12. TEMPLE QUARTER REPORT

- 12.1 RECEIVED and **CONSIDERED**: paper reference **BT/22-23/037** (*on file*).
- 12.2 The Deputy Vice-Chancellor & Provost introduced the item as the Senior Responsible Owner for the TQ Programme. The Chief Property Officer was also in attendance for this item. The following points were **NOTED**:
- 12.2.1 A recommendation for approval by the Board of Trustees to commence CM1 construction (RIBA Stage 5) would be made at the 30 March development day.
- 12.2.2 The governance processes, as set out in the paper and the short timeframe required. The establishment of a TQ Chairs Steering Group to provide test, challenge and feedback to the TQEC team. This group would not make formal decisions nor pre-empt any decision making, and endorsement and approval would be made in line with the university's established governance process of University Executive Board, Finance & Infrastructure Committee, Audit & Risk Committee and the Board of Trustees.
- 12.2.3 A delivery confidence review report from RSM would be reported to the Audit and Risk Committee in March, in order to provide additional assurance and would be circulated to the Board. Any Board member was invited to join the Audit & Risk Committee meeting on 13 March.
- ACTION: Head of Governance**
- 12.2.4 The Vice-Chancellor, the Deputy Vice-Chancellor & Provost and/or the Chief Property Officer would also be available for any one-to-one meetings with Board members as desired.
- ACTION: Vice-Chancellor**
- 12.3 The following points were **DISCUSSED**:
- 12.3.1 That it would be helpful if the outcome of the workshops with the Faculty Deans held in March could be shared with the Board as soon as possible.
- 12.3.2 In relation to the residential site, the Board was assured that the contract was as the University would expect it to be given its scale, in normal times, and on the basis that it was a three-year build.
- 12.3.3 **[REDACTED: likely to prejudice commercial interests]**.
- ## **13. REPORT FROM DVC & PROVOST**
- 13.1 RECEIVED and **CONSIDERED**: paper reference **BT/22-23/038** (*on file*).

13.2 The Board **APPROVED** four new school names within the Faculty of Engineering (FENG), to go live in August 2023. The names were as follows:

- The School of Computer Science (CS)
- The School of Engineering, Mathematics and Technology (EMT)
- The School of Electrical, Electronic and Mechanical Engineering (EEM)
- The School of Civil, Aerospace and Design Engineering (CADE)

13.4 The following points were **DISCUSSED**:

13.4.1 In relation to the Gender Pay Gap report, it was noted that the mean gender pay gap had improved but the medium gender pay gap had plateaued. Initial analysis showed some adverse impact from recruitment and retention supplements in particular in Engineering and the Business School. However, the University also continued to see an improvement in the female professoriate.

13.4.2 Board of Trustees' support for work around academic leadership structures, particularly streamlining the University Executive Board. The Board **NOTED** the discussion at Senate in relation to any impact on the lower tiers of management in faculties and schools. Since the December Senate meeting, colleagues had started to reflect and engage further with the University leadership structures required to deliver the Strategy.

13.4.3 Communications progress required to close the current NSS perceptions gap. The Registrar & University Secretary was working together with the Executive Dir. for Education & Student Experience to review this. The University was continuing to review the benefits realisation of the spend in the Curriculum and Enhancement Programme because it was important to identify measurable improvement in the NSS as part of this, including measurable change in output and culture.

13.4.4 That the EEDI Committee would be considering the Belonging Community and Connections report at its next meeting in order to identify any further actions that were required in that particular area.

13.4.5 **[REDACTED: information intended for future publication]**.

13.4.6 The Board emphasised the importance of openness and transparency in articulating and communicating any outcomes of the consultation, ensuring clarity of criteria, the importance of diversity of thought and experience and making balanced, transparent, and fair decisions.

14. REPORT FROM REGISTRAR & UNIVERSITY SECRETARY

14.1 RECEIVED and **CONSIDERED**: paper reference **BT/22-23/039** (*on file*).

14.2 The Registrar & University Secretary introduced the item. The following points were **NOTED**:

14.2.1 An update on student recruitment and admissions progress. **[REDACTED: likely to prejudice commercial interests]**.

14.2.2 The Brand and Digital Presence Programme continued to make good progress through the Discovery phase. The Board would engage with the PVC Global Engagement, Prof Agnes Nairn, at the March Board meeting with an emphasis on branding and digital presence. The CIO would also join those discussions.

14.2.3 The impact from the new Professional Services leadership structure changes had been minimal, with some operational concerns to resolve. The Registrar & University Secretary was visiting Schools to engage with colleagues and was also scheduled to attend the Resource Managers network next week.

14.2.4 The recent one-off payment of £100 to all students who received either the highest level of the University of Bristol Bursary, the Access to Bristol Bursary or the Bristol Scholars Bursary and did not live in a University residence, which reflected additional costs faced by those living in private accommodation. The desire to target the resource towards those in most financial need.

14.3 The following points were **DISCUSSED**:

- 14.3.1 **[REDACTED: likely to prejudice commercial interests].**
- 14.3.2 Support for reducing the size of the University Executive Board (UEB), whilst ensuring that this did not inhibit challenge and discussion.
- 14.3.3 The Registrar & University Secretary would follow up with Freddie Quek in relation to the web transformation project.
- 14.3.4 The importance of continuing to ensure that all colleagues were well-engaged in the conversations around developing the professional services target operating model.
- 14.3.5 **[REDACTED: information intended for future publication].**
ACTION: Registrar & University Secretary
- 14.3.6 Trustees sought further information in relation to the Student Experience Programme, particularly the key challenges and areas of focus for the 'deep dives'.
ACTION: Registrar & University Secretary

15. REPORT FROM AUDIT & RISK COMMITTEE

- 15.1 RECEIVED and **NOTED**: paper reference **BT/22-23/040** (*on file*).
- 15.2 **NOTED** the content of the report and arrangements for auditor appointments.

16. REPORT FROM REMUNERATION COMMITTEE

- 16.1 RECEIVED and **NOTED**: paper reference **BT/22-23/041** (*on file*).

17. ANY OTHER BUSINESS

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

- 18. DATE OF THE NEXT MEETING: 30 & 31 March 2023**