

MEETING OF THE BOARD OF TRUSTEES

Friday 25 September 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 (Deputy Chair), 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: R Kerse (Chief Operating Officer), L Parr (Registrar & University Secretary), H Quinn (Clerk and Head of Governance).

Apologies: None

1 WELCOMES, APOLOGIES AND ANNOUNCEMENTS

1.1 The Chair welcomed Trustees to the meeting

2 DECLARATION OF INTERESTS

2.1 There were no new declarations of interest.

3 MINUTES OF PREVIOUS MEETING

3.1 The minutes were APPROVED as a fair and accurate record of the Board meeting of 26 June 2020, subject to minor amendments.

4 ACTIONS & MATTERS ARISING

4.1 NOTED that the action in relation to the University Library (11.4) was ongoing and was referenced in the COO report.

4.2 NOTED that the Vice-Chancellor had considered the gender balance of Honorary Degrees nominees (20.2.4) and would identify eight additional high-quality female nominees to balance the pipeline of nominations when the process resumed.

ACTION: Vice-Chancellor

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 recent visit from the Universities Minister, Michelle Donelan, who had met with members of the Executive Group, toured the Life Sciences building and talked to student representatives. Discussion focussed on the importance of the HE sector's contribution to national recovery through research and innovation, subject level TEF and the government commitment to reducing bureaucracy.

5.2.2 The challenging change in A-Level policy. Bristol had been able to accept all additional offer holders, except for eight Dentistry applicants.

5.2.3 The remaining threat of Brexit and the impact on full association for research.

- 5.2.4 Concerns about testing capacity and plans to mitigate this through a private provider. Good working relationships with Public Health England and other local institutions.
 - 5.2.5 The increase in national alert to level 4, which would have suggested a return to online only provision. The revised national guidance which clarifies that Schools and Universities should remain open and continue with blended learning plans.
 - 5.2.6 The mitigations in place on campus including social distancing, face coverings, visors, student marshals and sanitation.
 - 5.2.7 Levels of concern both from staff who are required to remain working from home, and those who are expected to return to campus.
 - 5.2.8 Plans for staggered arrivals to student residences and arrangements for student living circles, chartered flights, digital induction and quarantine. Student behaviour to date had been good, but that the biggest risk for transmission was likely to be socialisation.
 - 5.2.9 Thanks to the Students' Union, Campus Division and other colleagues who have been involved in the significant efforts to reopen campus and welcome students
 - 5.2.10 Preparations for an Outbreak Plan, which would be publicly available
 - 5.2.11 The global impact of recent research successes initially through the UNCOVER research group and now supported by the Elizabeth Blackwell Institute (EBI). The recent EBI Covid-19 conference week, the work of the Aerosol Science Centre for Doctoral Training, and the developments from Bristol SynBio in discovering the first druggable pocket in the virus.
- 5.3 The following points were DISCUSSED
- 5.3.1 The importance of accommodating staff on campus who have difficulty working from home.
 - 5.3.2 The levels of concern amongst staff and the Union positions on returning to campus. The impact on the student experience of staff concerns.
 - 5.3.3 Concerns about testing capacity and the opportunity to develop additional local capacity in house.
 - 5.3.4 The ability to accommodate additional students following the change in A-Level policy. The Executive confirmed that additional staff resource had been made available to maintain the median Russell Group staff student ratio and that enough accommodation was available.
 - 5.3.5 The organisational strain which results from such significant change activity and the need to support staff wellbeing particularly through the winter.
 - 5.3.6 The Western Gateway and associated regional agenda, which was gathering momentum but will be subject to availability of funds.

6 STRATEGY REFRESH (reference BT/20-21/001)

- 6.1 RECEIVED the paper. The Vice-Chancellor introduced the item, which was supported by a presentation. The Deputy Vice-Chancellor & Provost contributed.
- 6.2 The following points were NOTED
- 6.2.1 Progress made against the existing University strategy and the significant changes in the external environment. Achievements and investments in key areas.
 - 6.2.2 Areas of the existing strategy in which more progress was desired, particularly curriculum and assessment reform, student perceptions and PGR student numbers.
 - 6.2.3 The resilience displayed in responding to the Covid-19 pandemic due to progress established in strategic areas.
 - 6.2.4 The likelihood of further disruption in the external environment and the need to focus on core and essential business.
 - 6.2.5 That there was no compelling benefit to progress with discussions on local mergers.

- 6.2.6 The feedback on the Strategy previously provided by the Board of Trustees and Senate, and the resultant phased approach with plans to develop Phase 2 during the academic year.
 - 6.2.7 Discussions at the University Management Team “residential” including the opportunities to retain any benefits of the disruptive change resulting from the pandemic, including future opportunities for blended learning.
 - 6.2.8 The introduction of a specific Civic pillar and the need to co-ordinate and communicate a wide range of activity in this area.
 - 6.2.9 Indicative inclusions in Phase 2 of the strategy and the timeline for development.
- 6.3 The following points were DISCUSSED in relation to Phase One
- 6.3.1 The volume of objectives and activity to be achieved within Phase One, and the need for the Executive Group to set priorities for their teams. The intention to focus and streamline for Phase Two.
 - 6.3.2 Consideration of the EDI aspirations to include inclusive leadership, diversity pay gap and an intersectional approach.
 - 6.3.3 How research can be used to influence practice – for example, research undertaken on Health & Wellbeing could inform support for staff.
 - 6.3.4 How Trustees could understand what good looked like in any particular area, and what aspirations were in relation to peer institutions. It was agreed that this would be developed further for Phase Two.
 - 6.3.5 Student value for money concerns in relation to blended learning and the Board of Trustees’ responsibilities in that area.
 - 6.3.6 Consideration of the phrasing that staff are enablers and how this may be perceived by staff. The need to engage staff in the strategic journey.
 - 6.3.7 How the strategy will lift Schools or Departments who are not meeting metrics. The Executive confirmed plans in place to focus attention on these areas.
- 6.4 APPROVED the Phase One University Strategy, subject to minor revisions and comments.
- 6.5 The following points were DISCUSSED in relation to Phase Two
- 6.5.1 The importance of focussing on a high level, inspiring mission and on areas with opportunity to excel and collaborate.
 - 6.5.2 The need to address staff morale and workload, as well as staff development.
 - 6.5.3 Consideration of the post-Covid-19 world, and the opportunity to think radically about accelerated developments in online and blended learning. The importance of tracking lessons learned from the current situation and learning from peer institutions in the UK and abroad.
 - 6.5.4 The opportunities in relation to transnational blended education and micro-credentialling.
 - 6.5.5 The need for a wide consultation approach engaging a range of stakeholders.
 - 6.5.6 The opportunity to use the diversity of our City as a benchmark for aspirations.

7 NSS UPDATE (reference BT/20-21/002)

- 7.1 RECEIVED the paper. The Deputy Vice-Chancellor & Provost introduced the item, which was supported by a presentation. The Pro Vice-Chancellors (Student Experience and Education) and Executive Director of Education & Student Experience and Academic Registrar contributed.
- 7.2 The following points were NOTED
- 7.2.1 That colleagues had been disappointed with this year’s results and that although excellent work had been undertaken, some of the cultural change was not yet reflected in the results.
 - 7.2.2 That energy and resource had been focussed on curriculum enhancement and review in those areas which were both low performing and high volume. That responsibility was placed with Deans and Heads of Schools to provide leadership.

- 7.2.3 The government announcement regarding a root and branch review of NSS. Although reduced bureaucracy is welcomed, it may not be replaced with something congruent with our aspirations and it is still important to receive feedback from students.
 - 7.2.4 The relative position of Bristol in comparison to the Russell Group and the wider sector and the variation in results within the institution.
 - 7.2.5 Notable improvements in Theatre, Biochemistry and Engineering. Other subjects which had remained strong included Medicine and Social Work.
 - 7.2.6 The context within which this cohort had completed the survey, having experienced three periods of Industrial Action and the pandemic. Only three Russell Group institutions had seen improvements this year, 16 had seen a downward trend and 2 were at a steady state.
 - 7.2.7 The inconsistent student experience across programmes and the fragmentation of experience which can result from a modular programme.
 - 7.2.8 The Curriculum Enhancement Programme which has effected a step change in student-centred teaching.
 - 7.2.9 That seven programmes were responsible for a quarter of the total responses. These programmes are undergoing targeted interventions, led by the Associate Pro Vice-Chancellors and Faculty Education Directors.
 - 7.2.10 The importance of systems and structures underpinning the student experience including administrative complexity, personal tutoring and workload planning.
- 7.3 The following points were DISCUSSED
- 7.3.1 How the current disruption had supported meeting the problems identified in survey results. The Pro Vice-Chancellor Education noted that ownership and engagement in the digital agenda has been exceptional and reductions in assessment were achieved as part of the pandemic response.
 - 7.3.2 The appropriate level of promotion of the current year's NSS given the nature of the year.
 - 7.3.3 That Trustees were encouraged by the interventions undertaken and improvements in certain areas, but expressed concern that results in some areas have not improved since 2012 particularly in relation to assessment and feedback.
 - 7.3.4 The change in approach this year from action plans to targeted interventions, the appointment of the Pro Vice-Chancellor Student Experience and the establishment of the Curriculum Enhancement Programme as initiatives that would show impact over time.
 - 7.3.4 The underlying structural issues around student choice, small cohorts, programme complexity and the proportion of casual staff which impact student experience
 - 7.3.5 Trustees questioned how NSS results are linked to performance management. The Executive noted the increased weighting of educational activity in the Promotions & Progression framework and incorporation of responsibility for the student experience into every staff member's role.
 - 7.3.6 Trustees agreed that work in this area was very welcome, but that they were keen to see results. The review of NSS was welcomed and the Executive were encouraged to engage with this review at an early stage.
- 7.4 APPROVED the proposal of planned actions to improve the NSS.

8 TEMPLE QUARTER PROGRAMME UPDATE (reference BT/20-21/003)

- 8.1 RECEIVED the presentation. The Chief Operating Officer introduced the item.
- 8.2 NOTED the programme update and risk profile.
- 8.3 The following points were NOTED

- 8.3.1 The importance of Temple Quarter for the future development of the University, increased opportunities in the City and the development of strategic and research partnerships.
- 8.3.2 Submission of outline planning application for additional sites. Phase 2 would provide further opportunities for new cutting edge research and learning facilities and for the reprovisioning of end of life facilities.
- 8.3.3 The development of the Wellspring micro-campus.
- 8.3.4 **[REDACTED: likely to prejudice commercial interests]**
- 8.3.5 That contingency plans had been developed to look at other ways of supporting the funded research and enterprise agenda and delivering the required growth. **[REDACTED: likely to prejudice commercial interests]**
- 8.3.6 That warm support had been received from government but that it remains unclear whether funds will be available. There is wide local support for the broader Temple Quarter development.

8.4 The following points were DISCUSSED

- 8.4.1 **[REDACTED: likely to prejudice commercial interests]**
- 8.4.2 Trustees were assured that critical gateway decisions in relation to the development, would be brought to the Board, although the timing remained unclear.
- 8.4.3 That work on site was progressing reasonably well with no significant concerns.
- 8.4.4 The importance of delivering on research outcomes where funding has already been received, even if in a different form.
- 8.4.5 **[REDACTED: likely to prejudice commercial interests]**.

9 MENTAL HEALTH & WELLBEING ANNUAL REPORT (STAFF & STUDENTS)

(reference **BT/20-21/004**).

- 9.1 RECEIVED the paper. The Deputy Vice-Chancellor & Provost introduced the item, the Registrar & University Secretary and Pro Vice-Chancellor (Student Experience) contributed.
- 9.2 DISCUSSED the Annual Mental Health and Wellbeing Reports 2019/20, in relation to both staff and students.
- 9.3 The following points were NOTED
 - 9.3.1 Updates on progress against the strategies, including work on anti-casualisation and workforce planning, reductions in waiting times and roll out of wellbeing champions.
 - 9.3.2 The feedback from the External Advisory Group (students) that the direction of travel is positive. The Group had also urged some caution in relation to the levels of poor mental health found in the survey, noting the national concerns about the mental health of young people due to Covid-19.
 - 9.3.3 Plans to refresh and revise the Student Mental Health & Wellbeing Strategy.
- 9.4 The following points were DISCUSSED
 - 9.4.1 Trustees welcomed the report and commended the increasing level of detail and measures.
 - 9.4.2 The low response rate to the Student survey which had been cancelled due to the pandemic impact, but was reinstated and rescheduled on the recommendation of external advice.
 - 9.4.3 The need to explore different cultural contexts of mental health and the needs of international students.
 - 9.4.4 The results around ease of access to services, which as per the scores for helpfulness of support, relates to any service which a student may have accessed i.e. not just those provided by the University.
 - 9.4.5 The opportunity to increase access to the Science of Happiness course. The Executive noted that work was being done to capture it online but that some of the benefits were lost without the small group work.

- 9.4.6 Trustees questioned whether the Executive had resources in place to manage likely increased demand for the next academic year. It was confirmed that there were opportunities for greater efficiencies through working online and with a new case management system. Plans for blended support for staff and students were ongoing but there was positive engagement with online support.

10 SPECIAL RESOLUTION: CONSTITUTION (reference **BT/20-21/005**).

10.1 RECEIVED the paper. The Registrar & University Secretary introduced the item.

10.2 The following points were NOTED

- 10.2.1 That any change to the Charter required formal approval by Special Resolution at two consecutive meetings. Changes to the Statute required a Special Resolution at one meeting only.
- 10.2.2 The key changes as introduced to the Board at previous meetings and through online consultation between meetings
- 10.2.3 The planned timelines for approval of key sections.
- 10.2.4 That independent governance and legal advice had been sought.

10.3 The following points were DISCUSSED

- 10.3.1 The potential for changes to the composition of the Board of Trustees, particularly in relation to perceived impact on academic staff representation. It was confirmed that there was no intention to reduce the number of academic staff Trustees, and that any reduction would require approval of the Board of Trustees.
- 10.3.2 The additional clauses in relation to term of office of the Chair and the provision to extend the Chair for an additional year beyond the maximum term of lay Trustees in exceptional circumstances.,
- 10.3.3 The flexibility in the terms of office for Trustees. It was confirmed that the flexibility is required to support succession planning and to avoid the current situation where a significant proportion of Trustees finish their terms in the same year.

10.4 It was AGREED to delay the consideration of the constitutional changes to a later meeting so that the points above could be considered.

ACTION: Head of Governance & Executive Support

11 RISK UPDATE (reference **BT/20-21/006**)

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

11.2 The following points were NOTED

- 11.2.1 The controls in place to manage the Key University Risks.
- 11.2.2 That this paper reflects the situation at the time of writing, and that the risk environment is changing very rapidly and is intended as a light-touch exceptions update.
- 11.2.3 That access had been provided to the live risk register and that the Heatmap had undergone a small, necessary aesthetic change to automate a large amount of administrative work involved.
- 11.2.4 That risk 5C had increased since the last meeting and that there remained 7 key risks in the red zone.

11.3 DISCUSSED the University's risk profile. The Chair of Audit & Risk Committee had met with the Executive after the June 2020 Board meeting to discuss items outside of the risk tolerance. The Executive had subsequently agreed to provide a short risk update at each Board meeting.

12 CHAIR'S REPORT (reference **BT/20-21/007**)

12.1 RECEIVED the Report. The Chair introduced the report.

12.2 APPROVED the Board and Committee Effectiveness Reviews Action Plan.

12.3 NOTED progress to date (Appendix 1).

12.4 APPROVED the recommendation to delay the external Board and Senate Effectiveness Review until September 2021 (Appendix 2).

12.5 NOTED the Chairs action undertaken since the last meeting and the Board planner.

13 COO UPDATE REPORT (reference BT/20-21/008)

13.1 RECEIVED the report. The Chief Operating Officer introduced the report.

13.2 DISCUSSED the financial performance for the year ended 31 July 2020 and CONSIDERED whether management are taking appropriate levels of action to address areas of under-performance (1.0 & Appendix 1).

13.3 DISCUSSED the financial outlook for 2020/21 and beyond (section 2.0).

13.4 CONSIDERED the BREXIT impact assessment and mitigation plans (section 3.0 & Appendix 2).

13.5 NOTED the employee relations and financial risks associated with the 2020 USS pension scheme valuation (section 4.0).

13.6 The following points were NOTED:

13.6.1 That while student fee income was positive, accommodation occupancy was still a concern. There was an expected variation of plus or minus £7m against the tuition fee budget, but the situation regarding refunds was unclear. There was a likely diminution of approximately £7m in residential income, dependent on TB-2 arrivals

13.6.2 The additional costs required to deliver good quality blended learning and online education, staggered arrivals and testing capacity.

13.6.3 That the £45m contingency to hold against residential income and increased costs would be considered by the Finance & Infrastructure Committee

13.7 The following points were DISCUSSED

13.7.1 The impact on research funding in the medium term, given the position of charity funders and risk from Brexit. The University had reduced reliance on charity funding and was working to get as much EU funding as possible before Brexit.

13.7.2 That the position with the external auditors had improved since the last Board of Trustees meeting and there was no remaining concern for reporting timescales or opinion.

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

13.7.4 The gravity of the 2020 USS valuation and the workforce and financial implications. A Pensions Task & Finish Group has been scheduled to consider the valuation proposals from USS.

13.7.5 The completion of cladding replacement at Clifton Hill House.

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

13.7.7 The increased threat of cybersecurity on the sector and the efforts to reduce risk. The importance of all staff and students being responsible for their data and changes to the Internal Audit programme to provide assurance on digital operations.

14 DEPUTY VICE-CHANCELLOR & PROVOST'S REPORT (reference BT/20-21/009)

14.1 RECEIVED the paper. The Deputy Vice-Chancellor & Provost introduced the item.

14.2 The following points were NOTED

- 14.2.1 The recent publication of the Times Higher Education World University Rankings (10th UK, 91st World) and the increase in ranking on the Guardian tables to 11th in the UK, which was mainly based on increased weighting of graduate outcomes. The importance of co-authored international research in international rankings.

14.3 The following points were DISCUSSED

- 14.3.1 How the institution could communicate better the progress made in social inclusion and widening participation and the work with less diverse Schools on their approaches.
- 14.3.2 Changes in sexual misconduct procedures and how students can be supported to seek support.

14.4 NOTED the remainder of the report

15 REGISTRAR'S REPORT (reference **BT/20-21/010**)

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

15.2 NOTED the report of the Registrar and University Secretary.

16 REPORT FROM THE NOMINATIONS COMMITTEE (reference **BT/20-21/011**)

16.1 RECEIVED the paper. The Chair introduced the item.

16.2 APPROVED the nomination of Stephen Robertson as a member of the Board of Trustees effective from 1 January 2021 (ref 2.1.2) on the recommendation of the Nominations Committee.

16.3 APPROVED the nomination of Gillian Bowen as a member of the Board of Trustees effective from 1 January 2021 (ref 2.1.3) on the recommendation of the Nominations Committee.

16.4 CONFIRMED the election of Mohammed Saddiq as Vice-Chair to the Board of Trustees for two years from 1 January 2021 to 31 December 2022 (ref 2.2) on the recommendation of the Nominations Committee.

17 REPORT FROM THE FINANCE & INFRASTRUCTURE COMMITTEE (reference **BT/20-21/012**)

17.1 RECEIVED the paper. The Chair of the Finance & Infrastructure Committee (Andreas Raffel) introduced the item

17.2 NOTED the report of the Finance and Infrastructure Committee.

18 REPORT FROM THE AUDIT & RISK COMMITTEE (reference **BT/20-21/013**)

18.1 RECEIVED the paper. The Chair of the Nominations Committee (Andy Poolman) introduced the item.

18.2 APPROVED the reappointment of PricewaterhouseCoopers LLP ("PwC") as the external auditors to the University for the year ending 31 July 2021. (See item 2.8.2).

18.3 NOTED the remainder of the report.

18.4 NOTED that the next Audit Committee would consider the annual accounts and value for money statement.

19 REPORT FROM THE REMUNERATION COMMITTEE (reference **BT/20-21/014**)

19.1 RECEIVED the paper. The Chair of the Remuneration Committee (Mohammed Siddiq) introduced the item.

19.2 NOTED the annual report of the Remuneration Committee for 2019/20.

19.3 The Chair of the Remuneration Committee NOTED thanks to Nicky McCabe as outgoing Chair for her handover and excellent service on the committee.

20 ANY OTHER BUSINESS

20.1 AGREED to circulate a briefing to Trustees in relation to Temple Quarter lobbying
ACTION: Head of Governance

20.2 The Chair closed the meeting, thanking all Trustees for their input.

21 Date of Next Meeting: Friday 20 November 2020