



MEETING OF THE BOARD OF TRUSTEES

FRIDAY 22 SEPTEMBER 2023
HUMANITIES COMPLEX, 11 WOODLAND ROAD, BRISTOL, BS8 1TB
MINUTES

Present: Ms O Adesanya, Mr S Boyd, Mr J Boyer (Chair), Ms G Bowen, Professor A Carr, Ms J Cecil, Professor I Craddock, Ms Jilly Huggins (Professional Services Trustee), Mr N Joicey, Mr N Keveth, Dr J Khawaja, Ms X Levantis, Mr F Quek, Mr S Robertson, Professor J Squires (Deputy Vice-Chancellor and Provost), Miss H Thornton, Professor E Welch (Vice-Chancellor), Prof Dame M Welham.

In attendance: Lucy Barling (Deputy Head of Governance), Lucy Collins (Director of Home Recruitment & Conversion) for item 11, Professor E Dermott (PVC and Executive Dean for the Faculty of Arts, Law & Social Sciences) for item 6, Mr Michael Flay (Head of Governance), Professor Veronica Hope-Hailey (Business School Dean) for item 10, Doug Jennings (Deputy Director of Home Recruitment & Head of Education Partnerships) for item 11, Tansy Jessop (Pro Vice-Chancellor, Education and Students) for item 6, Lucie Lambert (Governance Apprentice), Sir Paul Nurse (Chancellor), Lucinda Parr (Registrar and University Secretary), Jon Price (Chief Operating Officer, Business School) for item 10, Professor Tom Scott (Professor in Materials, Interface Analysis Centre) for item 8, Mr Peter Vermeulen (Chief Financial Officer).

Apologies: Mr M Allan (independent trustee), Ms L Fletcher (independent trustee).

1 WELCOMES, APOLOGIES AND ANNOUNCEMENTS

- 1.1 The Chair welcomed all board members to the meeting, in particular the new trustees Prof Dame Melanie Welham, Nick Keveth and Steven Boyd as it was their first Board meeting.
- 1.2 Apologies were noted from L Fletcher and M Allan.

2 DECLARATIONS OF INTEREST

- 2.1 There were none.

3 MINUTES OF PREVIOUS MEETING

- 3.1 The Board **APPROVED** the minutes of the 7th July 2023 meeting of the Board of Trustees as a true and accurate record (*on file*).

4 ACTIONS & MATTERS ARISING

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

5 EXECUTIVE GROUP REPORT AND QUESTIONS (ref BT/23-24/001) (*on file*).

- 5.1 RECEIVED and **CONSIDERED**: the report of the Executive.
- 5.2 The Vice-Chancellor introduced her report, and verbal updates were **NOTED**:
 - 5.2.1 Welcome Week had gone well, the University had met its home and overseas student targets, and there was no accommodation shortfall.
 - 5.2.2 400 students had registered interested in the Newport accommodation, and many had requested those beds as their first choice.

- 5.2.3 A successful away day had been held in early September for senior members of Academic and Professional leaders, including Student Union members and Sabbatical Officers who joined on the second half of the session. The University had agreed that it would contract with the SU on a number of key issues going forward, ensuring that the Sabbatical Officers were allocated a responsible senior university officer to work with them on three key areas: 1. Cost of living; 2. Academic Representation and; 3. Mental Health and Wellbeing. The University and the Sabbatical Officers would both work together to take those projects to tangible outcomes by the end of the academic year.
- 5.2.4 The University had been awarded a TEF Silver with Gold for Student Outcomes. The Board congratulated the University on its success.
- 5.2.5 The relationship between the University and local Trade Unions was significantly improving, with both parties working together rather than in opposition with each other. The Marking and Assessment boycott had been stopped locally about three weeks before the national union agreed to end it, and the local UCU and UoB staff had also worked together to ensure that no strike action would take place during Welcome Week. A joint statement between UCU and UoB had been issued. A re-ballot nationally was scheduled to take place in November and the Board would be kept informed.
- 5.2.6 Last week UEB had met to consider the historic relationship of Bristol with trans-Atlantic slavery, and to discuss the names of University buildings which were connected to the Wills and Fry's families. The Board would receive a more detailed report in due course.
- 5.2.7 The recent news about Horizon Europe was well-received and the VC emphasised that the UK research endeavour and Bristol University in particular was well placed to make good use of the opportunity. This represented a strong reputational-positive impact for the U.K. and the University.
- 5.2.8 The Board received a briefing from the Executive on an emerging opportunity to advance the University's work in artificial intelligence. The following was **NOTED**:
- This was a £240M opportunity to host the UK's first dedicated Artificial Intelligence research resource in 2024.
 - Senior government representatives in The Department for Science, Innovation and Technology (DSIT, formerly BEIS) and UKRI had invited the University of Bristol to host a new, £150M+ Artificial Intelligence national research resource called Isambard-AI. Bristol was uniquely placed to host this exciting new facility because of its world-leading capabilities running national supercomputers, such as [Isambard](#). The Executive had confirmed the University had sufficient space, power, cooling and networking, alongside the new Isambard 3 facility at the [National Composites Centre \(NCC\)](#), on the Bristol and Bath science park in north Bristol. Bristol was the only site in the country with this capability right now, creating this unique opportunity. The facility would be fully funded: all CapEx and Op-Ex to build and run Isambard-AI would be provided.
 - Hosting Isambard-AI, one of the world's first and most powerful AI research supercomputers, would bring major benefits to Bristol. University staff would have preferential access to this valuable resource, giving them a competitive advantage over their international peers. This would make Bristol one of the best places in the world to do AI-related research, a rapidly growing and critical area for the future. Hosting Isambard-AI would also be extremely prestigious for Bristol, placing the University firmly on the International stage, bolstering its ambitions to reach the Top 50 ranked universities in the world, and creating leading impact case studies for the next REF.
 - The Board noted the risks. A separate briefing would be provided to enable the Board to approve the project proceeding and the award of any contracts requiring Board approval in accordance with the Scheme of Delegation .
 - The Finance & Infrastructure Committee had reviewed the benefits, risks and the timeline at its meeting on 14th September and had made four recommendations to the Executive
 - Advice had been taken from the University's external lawyers, and an approval for Isambard-AI would be required by the Board out of cycle, likely on 6th October 2023, with recommendations being provided to the Board from the Audit & Risk Committee and then the Finance & Infrastructure Committee, both of which would meet on 5th

October 2023. Availability of trustees and additional committee members for both dates was currently being canvassed.

5.3 The following was **DISCUSSED**:

- 5.3.1 The Board was pleased to see such positive engagement with local communities through the recent consultation and in the wider discussions around Bristol's relationship with trans-Atlantic slavery. It was suggested that in order to mitigate against any potential community disengagement/fatigue, it would be helpful for some completion milestones to be agreed and then communicated more widely for both the buildings re-naming project as well as for Reparative Futures, and the review of the University Crest/Logo. This should be done at speed, with the milestones being co-created with students and the wider community. This should be done with the EEDI Oversight Committee holding the Executive to account throughout. It was agreed that coming to a final conclusion on the building re-naming project and drawing it to a close was a priority. Concrete investment was required in continued sustained attempts to address systemic inequalities in Bristol. The University was setting a national example in this matter, and therefore how it reacted would be noted across the country.
- 5.3.2 The longer term strategy for the Newport accommodation and a scheduled review of this for the end of October, once there was a clearer picture of the number of students who wished to continue to reside there. It was also noted that there was excellent study space at Newport as well as social space for students, and a free bus service to the main campus. The University was now undertaking some wider work around study space on the Clifton Campus and what was available in 'real time', to better understand whether there was sufficient provision at any given point in time.
- 5.3.3 The Board was assured that whilst there remained 59 finalists who did not yet have a degree classification as a result of the MAB, the University had set a deadline of 2nd October for the completion of all assessments and those students would be invited to attend the 9th October graduation ceremony. The impact on PG Taught and PG Research admissions had been minimal – there had been no impact on those programmes where it might have been previously anticipated. The Home PGT impact was slightly different because it had a downwards trend nationally over time, and the Board noted that this could be due to a variety of external factors rather than what the University was doing specifically in this area. The Executive was keen for any input from Trustees to assist in thinking through how the University could address this issue in such a competitive external environment.
- 5.3.4 With regards to Isambard-AI, the Board considered the key challenges and opportunities.
- 5.3.5
- 5.3.6 The fact that the University was sector leading in its delivery of Student Wellbeing services and the continuous improvements being made in this area. The Board particularly noted the roll-out of Microsoft Power BI across the University to provide real-time performance metrics monitoring, and the fact that the Student Experience Programme was looking in detail at student wellbeing and Residential Life (ResiLife), in consultation with students, to ensure that resources were joined up and that students were being signposted to the right places.

5.4 **CONSIDERED**: an Addendum to the Executive Report which was tabled at today's meeting (paper **BT/23-24/001addendum**) (*on file*):

- 5.4.1 Recognising recent organisational changes, there was a desire to use an alternative title for the Registrar & University Secretary, which more clearly represented her responsibilities, was meaningful outside of the sector and modernised the terminology employed.
- 5.4.2 The amendment would allow the Board to determine that the Registrar & University Secretary should have an alternative job title and provided that all references in the Ordinances to Registrar & University Secretary should be interpreted as references to the person holding office as such, with their alternative job title.
- 5.4.3 **APPROVED**: the following amendment to Ordinance 7(4). The red, underlined text indicates an addition:

“4 Registrar & University Secretary

4.1 *The Registrar & University Secretary has a governance and an executive role in the University.*

4.2 *The Board shall prescribe the role description for the Registrar & University Secretary. In their governance role, the Registrar & University Secretary reports directly to the Board. If the person appointed has executive/managerial responsibilities, the Board shall ensure that there is an appropriate separation in the lines of accountability.*

4.3 *The Registrar & University Secretary's executive responsibilities are determined by the Vice-Chancellor and in their executive role they report to the Vice-Chancellor.*

4.3A *The Board may determine that the person holding office as Registrar & University Secretary for the time being should have an alternative job title reflecting the nature of their responsibilities as determined in accordance with Ordinance 7.4.2 and 7.4.3 above. If the Registrar & University Secretary has an alternative job title, any references in these Ordinances to the "Registrar & University Secretary" shall be interpreted as references to the person holding the office of Registrar & University Secretary with their alternative job title".*

5.5 **APPROVED:** the Registrar & University Secretary to have the alternative job title: “Chief Operating Officer, Registrar & University Secretary”.

5.6 The Board thanked the Executive for such a comprehensive and interesting report.

Jack Boyer temporarily left the meeting

Andy Carr took over as Chair

Tansy Jessop and Esther Dermott joined the meeting

6 NSS RESULTS 2023 (ref BT/23-24/002) (on file)).

6.1 **RECEIVED** and **CONSIDERED:** the NSS Results analysis and next steps.

6.2 The PVC Education & Students introduced the report and delivered a PowerPoint presentation jointly with Esther Dermott.

6.3 The following was **DISCUSSED:**

6.3.1 The importance of relationships. The creation of a dialogic form of education that enabled students to feel a sense of belonging and thrive as a result of the curriculum, whilst also drawing on other services such as those offered by Student Wellbeing.

6.3.2 The re-instigation of ‘You Said We Did’ to help final year students understand what actions had been taking throughout the year, which had been lost through COVID, and a plan for the University to return to a stronger narrative around NSS.

6.3.3 The results were not consistent with the University’s’ ambitions to be in the Top 10 in the UK and the top 50 Globally, and Trustees emphasised the importance of the University having some real and clear responsibilities for NSS within the organisation, which should be included in the performance objectives of individual staff leads.

6.3.4 A focus on the package around student wellbeing.

6.3.5 There was support from the Board for the Gold TEF working group.

6.3.6 The PVC Education & Students agreed to liaise with Helena Thornton outside of the meeting to provide more information on key plans for the personal tutoring system.

6.3.7 It was highlighted by a student trustee that the NSS questions were confusing and that nationally, the survey was not very useful in terms of addressing what students’ wanted and why they chose to go into Higher Education. It was discussed that future conversations should not be centred purely on the survey- the NSS was a ‘health check’ rather than a ‘driver’.

6.3.8 The Blue Review was also an interesting benchmark which the student trustees agreed worked very well, and it could potentially become a lead indicator on NSS.

6.3.9 It was helpful to see the suggestions in the paper around scalability and the fact that what worked in one programme may not work in another. The Board noted that the

changes to the structure of the academic year would have an impact on students as well as the changes in academic structures, and that it was important for the Executive to monitor that impact throughout the year in order to provide some mitigation. The DVC & Provost assured the Board that there was a real opportunity with the Faculty restructure and subsequent review of leadership roles to really look at where NSS related responsibilities ought to lie. The US2030 Programme was working very closely with the Faculties to clarify how to achieve the golden thread of responsibility from the top down, all the way to School level, so that there was that clarity of responsibility. Further, all of the strategic programmes and projects that were currently underway such as the Curriculum Enhancement Project, the PS Operating Model, and the Student Experience Programme, existed purely to resolve issues and make improvements in systems and processes.

- 6.4 It was **AGREED** that given the pivotal importance of NSS and the wider agenda, the Board would dedicate more time in future agendas on Education and Teaching.

ACTION: Head of Governance

- 6.5 The Board thanked the PVC Education & Students and the PVC & Executive Dean for an excellent and helpful presentation and detailed paper, and were very supportive of the direction of travel.

Tansy Jessop and Esther Dermott left the meeting

7 FINANCE REPORT (ref **BT/23-4/003**) (*on file*).

- 7.1 RECEIVED and **CONSIDERED**: the Finance Report.

- 7.2 The Chief Financial Officer introduced the Report.

- 7.3 The following was **NOTED**:

- 7.3.1 At its meeting on 14th September, FIC discussed the impact of high inflation and the short and medium term mitigations that could be used. The next step would be to review the latest OBR forecast due in the Autumn, and build that into the planning process for this coming year. A further update report would be considered by FIC in the coming months.

- 7.3.2 In relation to admissions,

- 7.3.3 The planning process for Professional Services had begun in earnest this year with a significant shift in the narrative. The message was broadly that the era of availability of finances was over, and the University was now moving into an era of options and choices. Conversations were taking place with people to help them understand the budget which the Board had signed off on last year in order to successfully deliver TQ with the right amount of cash flow.

- 7.3.4 Given its value, the grant contract would require approval from the Board of Trustees in November (via Finance & Infrastructure Committee).

- 7.3.5

- 7.3.6 Following the creation of the CFO role, the board was being asked to approve changes to three bank mandates (see details in para 7.5 below)

- 7.3.7 At its meeting on 8th September, the Pensions Task & Finish Group had considered the University's draft consultation response to UUK on the Technical Provisions and Statement of Funding Principles, and recommended approval by the Board of Trustees. The consultation response was due to be submitted to UUK by 5pm today. A communication would be circulated to all staff imminently to inform them what the University was doing in support of their pensions, and that it wanted to get the best out of those pensions.

- 7.4 The Board **UNANIMOUSLY APPROVED** the University's response to the UUK consultation on the Technical Provisions and Statement of Funding Principles, and authorised submission to UUK.

- 7.5 The Board of Trustees **APPROVED** the following changes to banking mandates:

APPROVED:

- i. Updated signing mandate for Rathbones, the University’s Endowment Fund Portfolio Manager (see paragraph 1)
- ii. Updated signing mandate for National Westminster Bank (see paragraph 2)
- iii. Updated signing mandates and resolutions for the University Lenders: Barclays, Lloyds and Pricoa (see paragraphs 3, 4, 5).

Background: A new signatory list is required on a number of Banking mandates due to the appointment of a new CFO and other changes amongst the senior team. Changes to the Endowment Fund manager mandate, NatWest bank mandate and lender agreements require Board of Trustee approval.

1 Rathbones Signing Mandate – Endowment Fund Portfolio Manager

- 1.1 A resolution is required that the authorised signatory list below might become the new signing mandate for Rathbones, University of Bristol’s Endowment Fund manager, and that this replaces the current mandate.
- 1.2 The Board of Trustees is asked to approve the signatory list below as the new signing mandate for Rathbones. The signing rules as per the current mandate are unchanged: any two persons listed below may sign and instruct Rathbones on behalf of University of Bristol with regards to the Endowment Fund portfolio.

Name	Position
Evelyn Welch	Vice-Chancellor and President
Judith Squires	Deputy Vice-Chancellor and Provost
Lucinda Parr	Chief Operating Officer, University Secretary & Registrar
Peter Vermeulen	Chief Financial Officer
Mick Axtell	Chief Financial Services Officer
Edward Reeves	Head of Treasury

2 National Westminster Bank accounts – Signing Mandate

- 2.1 The Board of Trustees **APPROVED** the signatory list below as the new signing mandate for the University of Bristol’s National Westminster Bank accounts. There is no change to the signing rules themselves.

Group A Signatories

Name	Position
Edward Reeves	Head of Treasury
James Hackney	Head of Financial Reporting
Jeff Kirkham	Head of Tax

Group B Signatories*

Name	Position
Evelyn Welch	Vice-Chancellor
Judith Squires	Deputy Vice-Chancellor and Provost
Peter Vermeulen	Chief Financial Officer

Lucinda Parr	Chief Operating Officer, University Secretary & Registrar
Mick Axtell	Chief Financial Services Officer

**At least 1 Group B signatory required to sign any changes to the accounts or forms to add or remove signatories*

3 Barclays Loan Agreements

3.1 The Board of Trustees **AGREED** to Resolve as follows:

Resolution

3.2 After due and careful consideration of the University's "Loan Agreement" dated 23 March 2017 and subsequent amendments, IT WAS RESOLVED THAT:

The members of the University listed in Schedule A (the "**Authorised Signatories**") be and are hereby authorised, either alone or together, to:

- (a) Deliver on behalf of the University any document which may be required in connection with the Loan Agreement
- (b) Do all such acts which such Authorised Signatories (either alone or together) consider necessary or expedient in connection with the execution of or performance by the University of its obligations under the Loan Agreement.

4 Lloyds Revolving Credit Facility Agreement

4.1 The Board of Trustees **AGREED** to Resolve as follows:

Resolution

4.2 After due and careful consideration of the University's "Lloyds RCF Agreement" dated 28 April 2023, IT WAS RESOLVED THAT:

The members of the University listed in Schedule A (the "**Authorised Signatories**") be and are hereby authorised, either alone or together, to:

- (a) Deliver on behalf of the University any document which may be required in connection with the Lloyds RCF Agreement.
- (b) Do all such acts which such Authorised Signatories (either alone or together) consider necessary or expedient in connection with the execution of or performance by the University of its obligations under the Lloyds RCF Agreement.

5 Pricoa Note Purchase Agreement

5.1 The Board of Trustees **AGREED** to Resolve as follows:

Resolution

5.2 After due and careful consideration of the University's Note Purchase Agreement and the Notes dated 7 April 2017 (the "Documents") IT WAS RESOLVED THAT:

The members of the University listed in Schedule A be and are hereby (i) each designated as a "Responsible Officer" for the purposes of providing Officer's Certificates (as defined in the Note Purchase Agreement) pursuant to the Note Purchase Agreement and (ii) authorised (or in the case of deeds, any two such members) to negotiate, approve, make amendments, verify, execute and deliver any other documents in connection with or arising from the Documents and to do all such acts and things as may be required to implement the documents and generally to sign all such deeds, certificates, instruments, notices, mandates, confirmations, requests, applications, letters, forms, appointments, powers of attorney, written resolutions, notices any other documents as may be necessary or desirable in connection with the Documents.

Schedule A

Name	Position
Evelyn Welch	Vice-Chancellor
Judith Squires	Deputy Vice-Chancellor and Provost
Peter Vermeulen	Chief Financial Officer
Lucinda Parr	Chief Operating Officer, University Secretary & Registrar
Mick Axtell	Chief Financial Services Officer

- 7.6 The Board considered the rest of the Finance Report and **AGREED** that an update on the conversations that were currently underway in relation to the Professional Services planning process would be provided to the Board at the next meeting in the CFO report. The board noted the interaction between operating performance and the University's capital programme. One of the strategic SPIs was having a fully funded capital plan, and the board would receive updates on this as part of its regular review of the Executive team's SPIs.

ACTION: Chief Financial Officer

- 7.7 The Board congratulated the Chief Financial Officer and his colleagues for the excellent work so far in respect of delivery of the budget.

Tom Scott joined the meeting

8 RESEARCH SHOWCASE: HYDROGEN AND NUCLEAR RESEARCH ACTIVITY (*on file*).

- 8.1 RECEIVED and **NOTED**: a PowerPoint presentation from Professor Tom Scott on the University's research activity in relation to Hydrogen and Nuclear.

Jack Boyer re-joined the meeting

9 REVIEW OF THE RESEARCH, DEVELOPMENT AND INNOVATION ORGANISATIONAL LANDSCAPE (*on file*).

- 9.1 RECEIVED and **NOTED**: a verbal summary from Sir Paul Nurse, highlighting the key findings and recommendations arising from the recently published report 'Review of the Research, Development & Innovation Organisational Landscape'.

*The Vice-Chancellor left the meeting
Veronica Hope-Hailey and Jon Price joined the meeting*

10 UNIVERSITY BUSINESS SCHOOL OPTIONS (ref **BT/23-24/004**) & PowerPoint slides (*on file*), delivered by the Dean of the Business School, Prof Veronica Hope-Hailey, and the COO of the Business School, Mr Jon Price.

- 10.1 RECEIVED and **CONSIDERED**: an options appraisal for the future of the Business School, which used the Business School "typologies" first articulated at the July 2023 Board of Trustees meeting. The appraisal identified the key impacts of the current direction of travel

- 10.2 The Board **CONSIDERED** the options presented to it, including the opportunities, challenges, risks and timelines for the recommended model.

- 10.3 The following was **DISCUSSED**:

- 10.3.1 The market analysis that had been undertaken, the Bristol brand, and how the Bristol Business School might differentiate itself from its competitors.

- 10.3.2 The funding structure for the future Business School

- 10.3.3 The importance of ensuring that the strategy and plan was related to the destination of the students, their career pathways and how they would be looked after. The Board noted that the Business School Dean had been working with the Director of Careers on a project that would help to raise and guarantee international employability for Business School students.
- 10.3.4 There was a consideration of the key risks associated with the recommended Business School Model The Board emphasised the importance of the link here with the campus framework development, upon which the success of any model would be dependent upon.
- 10.3.5 It would be important to ensure that business confidence was embedded into what the new Business School was offering, and continued industry collaboration was essential.
- 10.4 **NOTED:**. This would be detailed in further modelling and analysis which would be scrutinised by the Finance and Infrastructure Committee on 9th November 2023.
- 10.5 After due consideration, the Board of Trustees **APPROVED:**. This option provided the levers to align the business school to the wider university strategic vision and aims. It allowed for the possibility of a business school that was distinctively Bristol, strengthened by, and contributing to, the quality and reputational reach of the university.

*Veronica Hope-Hailey and Jon Price left the meeting
Lucy Collins and Doug Jennings joined the meeting*

11 ACCESS AND PARTICIPATION PLAN: WP UPDATE (ref **BT/23-24/005**) & PowerPoint Slides (*on file*), delivered by Lucy Collins and Doug Jennings.

- 11.1 **RECEIVED** and **CONSIDERED:** a WP update which outlined the University's recent progress on the diversification of the student body and related strategies.
- 11.2 The DVC & Provost introduced the item, and the following was **NOTED:**
 - 11.2.1 The University had a longstanding commitment to being a diverse community where all students succeeded and had a positive experience regardless of their background. This had been identified as a strategic priority, and regular reporting of progress was essential. Writing of the Access and Participation Plan and decisions related to levels of spend required the approval of senior stakeholders, including the Board of Trustees.
 - 11.2.2 In recent years, the University had made significant progress in diversifying its student body. This progress had been achieved in part through the strategy as outlined in our Access and Participation Plan (APP) and the investment of higher fee income into access, student success and progression interventions.
 - 11.2.3 All higher education institutions (HEIs) would be required to write a new Access and Participation Plan (APP) by spring 2024 which would cover the period 2025-26 to 2028-29.
 - 11.2.4 The new round of APPs created the opportunity to ensure that the University was addressing both OfS and internal priorities and investing in the appropriate areas, at the appropriate level.
 - 11.2.5 The issues in this paper had previously been discussed at UEB and University Senate. Final sign off of the Access and Participation Plan would be made by UEB in Spring 2024.
- 11.3 The following was **DISCUSSED:**
 - 11.3.1 The disaggregation of ethnicity data in this report going forward.
 - 11.3.2 A list of the key projects which the WP team was looking to take forward would be sent to Helena Thornton (student trustee) outside of today's meeting. Broadly speaking, the team was reviewing what already worked, and then expanding those to population level.
 - ACTION: DVC & Provost**
 - 11.3.3 The involvement of students in the direction and creation of the new APP, as part of the Student Panel.

- 11.3.4 Acknowledgement that the approach being taken by the Business School would benefit mature students.
- 11.3.5 The current financial pressures on mature students who had other responsibilities outside of study and what the University could do to help.
- 11.3.6 A clearer understanding of what plans were in place to meet the University's targets for mature and Black students.
- 11.3.7 The importance of not using the word 'BAME' where it wasn't necessary to do so. Likewise, referring to an 'award' gap as opposed to an 'attainment' gap, for future reporting. It was noted that the term was used in this context because it was an agreed OfS app target.
- 11.3.8
- 11.3.9 The Board very much supported the moving priority from a national to a local focus and the ongoing commitment to eradicating awarding gaps affecting students of colour. The Board was pleased to see that the WP team had integrated this with the University's priorities for EEDI together with civic priorities and the priority of becoming the 'motor' of the local economy.
- 11.4 The Board thanked Lucy and Doug for a comprehensive and insightful presentation.

Lucy Collins and Doug Jennings left the meeting

12 CHAIR'S REPORT (ref **BT/23-24/006**) (*on file*).

12.1 RECEIVED and **NOTED**: the Chair's Report

13 UNIVERSITY SECRETARY'S REPORT (reference **BT/23-34/007**) (*on file*).

13.1 RECEIVED and **CONSIDERED**: the University Secretary's Report.

Academic Restructure: Ordinance amendments

13.2 Further to the approval by the Board of the transition to a three Faculty structure (approved in July 2023) and the recent appointment of the three Pro Vice-Chancellors and Executive Deans, consequent changes to the Ordinances were presented to the Board for approval. In summary:

- Multiple changes to Ordinance 8 concerning the role of PVC & Executive Dean. Most changes were minor including clarifying that these were part of the Executive Group.
- Minor change to Ordinance 9 concerning Congregations, changing 'Dean' to 'PVC & Executive Dean'.

13.3 **APPROVED**: the changes to Ordinances 8 & 9 with immediate effect (detailed changes were *on file*).

13.4 **NOTED**: that further changes to Ordinances would be presented during the transition period, e.g. changes to Senate Ordinances in advance of the 24/25 academic year and additional changes to this Ordinance (Ordinance 8) to clarify the membership and arrangements for Faculty Boards and Assemblies.

Amendments to Statute 7.4 in relation to University Court

13.5 In response to a concern raised by an Alumni Association member, members of the Court discussed and endorsed a paper at the Annual Meeting of Court in December 2022, which proposed a review of the Statutes in relation to Court. Court agreed that the review should be undertaken over the next year in order to bring proposed changes via the Board of Trustees to the Court for approval at its meeting in December 2023.

13.6 The Board **CONSIDERED** the paper and **RECOMMENDED to Court** that it **approve** the following proposed amendments to Statute 7.4:

Statute 7 (7.4)

7.4 The Secretary shall send notice of every meeting of Court not less than thirty five days before the day fixed for such meeting. Any member of Court wishing to bring

forward any business at a meeting shall give the Secretary written notice of it not less than twenty days before the day appointed for the meeting. ~~provided that such business shall not be included on the agenda unless no fewer than nine other members of Court have indicated their support either by signing the notice or writing to the Secretary indicating their support for the business to be discussed. This shall not apply to business brought forward by the Board of Trustees.~~ Not less than seven days before any meeting of Court the Secretary shall send every member of Court a statement of all business, and no business shall be considered at the meeting except that included in the statement. For the purposes of this Statute, any notice or written communication to the Secretary may be given by email.

- 13.7 **NOTED:** that the changes to Statute 7.4 would come into effect as soon as the Privy Council approved them in early 2024.

Amendments to Statute 6.3 in relation to University Court

- 13.8 As a result of the recent academic structure changes approved by the Board in July 2023 (three Faculty Structure and the appointment of PVC & Executive Dean roles), and the arrival of a new 'Chief Financial Officer in June 2023, the Governance team took the opportunity to review Statute 6.3 relating to the attendees at University Court meetings. The amendments to 6.3.1 were minor. In summary, the amendments were:

- a) Removal of 'Deans of Faculty' (the newly appointed Executive Deans fall under the existing category of 'Pro Vice-Chancellors).
- b) Removal of the 'Chief Operating Officer and Finance Director'
- c) Addition of the role: 'Chief Financial Officer'.
- d) Removal of references to the 'Bursar' and the 'University Librarian' as attendees at annual meetings. Neither of these roles are formally required in the University's constitution, and roles which do not practically exist in reality. Should the Chief Property Officer (the 'Bursar') and the Director of Library Services wish to attend an annual meeting of Court, they would not be prevented from doing so, as appropriate to the business of the meeting.
- e) Future proof this Statute (and other Statutes in the University Constitution), in relation to Officers of the University, specifically for those occasions where Officers of the University may so choose, in consultation with the Vice-Chancellor, to use an alternative job title. See paper ref BT/23-24/001/Addendum for in relation to a change in job title for the Registrar & University Secretary.

- 13.9 The Board **CONSIDERED** the paper and **RECOMMENDED to Court** that it **approve** the following proposed amendments to Statute 6.3:

6.3.1 The Attendees of Court will be invited to Court with the purpose of informing members of Court as required. Attendees of Court will be as follows:

- (a) twenty individuals elected by and from members of Staff;
- (b) the Full-time Officers;
- (c) the Board of Trustees;
- (d) the Vice-Chancellor;
- (e) the Pro Vice-Chancellors;
- (f) the Registrar & University Secretary;
- (g) ~~the Chief Operating Officer & Finance Director;~~ the Chief Financial Officer; and
- (h) ~~the Deans of Faculty;~~
- (i) ~~the University Librarian;~~
- (j) ~~the Bursar; and~~
- (k) the Secretary & Clerk to Court.

- 13.10 **NOTED:** that the changes to Statute 6.3 would come into effect as soon as the Privy Council approved them in early 2024.

THE MOTION

*The Board of Trustees may alter, amend or add to the Royal Charter (the "**Charter**") of the University of Bristol and make, amend, add to or repeal the statutes made pursuant to the Charter (the "**Statutes**") by special resolution.*

Pursuant to clause 11 of the Charter, the consent of Court is required to any amendments proposed to be made by the Board of Trustees to any Statutes which relate to the appointment and election of Members of the Court and their respective periods or terms of office, the filling of vacancies amongst Members and all other matters relating to the constitution of the Court or matters relative to the Court which it may be thought are proper to be regulated.

*Accordingly, Court is asked to **consent to** the proposed amendments to the wording of the Statutes set out in the schedule to this motion and which are shown in the Charter and Statutes (the "**Proposed Amendments**") and which (for the avoidance of doubt):*

- *show additions to the wording in blue and underlined text; and*
- *show deleted wording in red strikethrough text; and*

subject to any minor changes to the Proposed Amendments required by the Privy Council (and, for the purposes of Court's consent, minor changes shall be those changes to the Proposed Amendments which the Board of Trustees shall determine to be minor but which shall not in any event include any changes which are not consistent with the proposals set out in the paper headed "University of Bristol Court Statutes Review" and circulated to Court in advance of this meeting.

For the avoidance of doubt, the Proposed Amendments shall not take effect unless and until the same are agreed by the Privy Council (subject to any minor changes required by the Privy Council).

14 REPORT FROM FINANCE & INFRASTRUCTURE COMMITTEE

14.1 RECEIVED and **NOTED**: a verbal report from the most recent meeting of the Finance & Infrastructure Committee.

14.2 **NOTED**:

14.3 **NOTED** Bristol Innovations and the support that the University and the Board would provide to it, would be a future topic for Board discussion.

ACTION: Head of Governance

14.4 **NOTED**: the remainder of the Report including approval of a minor amendment to the Committee's Terms of Reference for 2023/24. The opening paragraph of the Terms of Reference ("Purpose") would now read: "*The Finance and Infrastructure Committee provides the Board with assurance on the development and delivery of key elements of the University Strategy, specifically the financial, estates and digital infrastructure objectives including financial sustainability and financial performance and compliance.*"

15 REPORT FROM PENSIONS TASK AND FINISH GROUP (ref BT/23-24/008) (on file).

15.1 RECEIVED and **NOTED**: the Report from Pensions Task & Finish Group.

16 REPORT FROM NOMINATIONS COMMITTEE (ref BT/23-24/009) (on file).

16.1 RECEIVED and **CONSIDERED**: the Report from the Nominations Committee.

16.2 **APPROVED**: that Stephen Robertson be reappointed for a second three-year term as an Independent Trustee on the Board of Trustees from 1 January 2024 to 31 December 2026.

16.3 **APPROVED**: that Nick Joicey be appointed as Treasurer for an initial term of 1 year and 9 months from 1 August 2023 to 5 May 2025.

16.4 **NOTED:** the remainder of the Report including approval of the Committee's Terms of Reference for 2023/24.

17 REPORT FROM REMUNERATION COMMITTEE

17.1 RECEIVED and **NOTED:**

18 ANY OTHER BUSINESS

18.1 There was none.

DATE OF NEXT MEETING: 16 November 2023

A handwritten signature in black ink, appearing to read 'J. Boyer', with a stylized flourish at the end.

Signed by:
Jack Boyer (Chair)

Date: 16th November 2024