



COUNCIL (STRATEGIC MEETING)

Open Minutes

Of the meeting held on Tuesday, 21 May 2024 at Missenden Abbey and on Microsoft Teams.

Present:

- Maggie Galliers (Pro Chancellor and Independent Member [Chair]);
- Professor Nick Braisby (Vice-Chancellor);
- Anna Crabtree (Independent [Chair of Resources Committee]);
- Dr Susan Rosser (Independent [Chair of Audit Committee]);
- Karen Satterford (Co-opted Member [Chair of Student Experience Committee]);
- Irene Kirkman (Independent);
- Dr Annet Gamell (Independent);
- Sadie Groom (Independent);
- Brian Lewis (Independent);
- Marek Pruszewicz (Independent);
- Jackie Westaway (Independent);
- Justin Sullivan (Independent)
- Ze'ev Portner (Academic Member)
- Peter Robinson (PSE Representative);
- Professor Karen Buckwell-Nutt (Senate Representative)
- Brandon Tester (Students' Union President)
- Mikhail George (Student Co-opted Member)

In attendance

- Professor Damien Page (Deputy Vice-Chancellor)
- Professor Paul Morgan (Pro Vice-Chancellor (Education));
- Ellie Smith (University Secretary and Clerk to Council)
- Trevor Gabriele (Chief Financial Officer);
- Ian Harper (Commercial and Business Director);
- Dr Emma Tomsett (Minute Secretary);
- Susie Hills (Halpin Partnership) – Observer
- Dr Leah Fox (Head of School: Aviation and Security) – Deep Dive: School of Aviation and Security item only;
- Steve Edge (Head of Sustainability) – Sustainability Update item only;
- Rachael Cornwall (Director of Human Resources) – Vice-Chancellor's Recruitment item only
- Eugenia Gonzalez (Saxton Bampfylde) – Vice-Chancellor's Recruitment item only
- Hebe Miller (Saxton Bampfylde) – Vice-Chancellor's Recruitment item only

Apologies:

- Dr Russel Stone (Senate Representative);
- Andy Cole (Independent [Deputy Chair])

Welcome / Apologies for absence

- 24.131 The Chair welcomed members to the meeting and noted two apologies as outlined above.
- 24.132 The Chair congratulated the University on its improved position in the latest Complete University Guide. The rise for the University's Business and Management Studies of 117 places to third in the country's top 20 for student satisfaction was a testament to the University's actions in this area since the Office for Students' (OfS) investigation.

Declarations of conflicts of interest

- 24.133 The University Executive Team (UET) declared a conflict of interest regarding the item on the next Vice-Chancellor's recruitment.
- 24.134 The Academic Representative declared a conflict of interest as a member of the School of Business and Law regarding the partnerships item.

Deep Dive: School of Aviation and Security

- 24.135 Council received a presentation on the School of Aviation and Security from the Head of School outlining the School's vision, portfolio, future plans, aspirations in research, partnerships and staff profile. The School envisioned itself as a global centre of excellence delivering specialist services which responded to industry needs. The School was now cross-working across its clusters, with students being able to access different areas, giving a greater sense of community and belonging.
- 24.136 In response to Council's queries, the Head of School clarified:
- a) the School would navigate its international partnerships with care while capitalising on new opportunities
 - b) the School had a long-standing reputation for the excellence of its pilot courses, and was unique in being able to draw upon its greatly experienced staff and body of alumni with global reputations
 - c) the School would be reaching out to engage directly with its alumni through activities such as inviting them to attend Open Days
 - d) the Head had engaged with staff through one-to-ones, a staff survey and focus groups to identify the challenges the School had faced prior to her appointment. Staffing had now stabilised, and it was hoped that the School's new cohesive identity would help retention.
- 24.137 The Chair thanked the Head of School for the highly-informative presentation.
- 24.138 The Chair noted that recent Deep Dive presentations had assured Council that BNU's senior managers had a continuous improvement mindset.
- 24.139 The Chair asked if the Students' Union (SU) had seen more engagement with the School of Aviation and Security. The SU President confirmed they had seen increased participation from the School and the Head's actions would have more impact.

Minutes of the previous meeting

- 24.140 The Open Minutes of the previous meeting on 16 April 2024 were approved as an accurate record of the meeting without amendment.
- 24.141 Council noted that BNU had exceeded its 80% first attempt pass rate discussed at the previous meeting, with the current rate being 84%. The Deputy Vice-Chancellor confirmed that the target would be set at 85% in September 2024 and 90% in the following year.
- 24.142 Council noted that the new portal on the High Wycombe campus was due to be handed over on 5 June 2024.
- 24.143 The Reserved Minutes of the previous meeting on 16 April 2024 were approved as an accurate record of the meeting without amendment. In response to a query regarding the attendance of Honorary Award nominees at Graduation in July, the Minute Secretary confirmed that the University Secretariat was liaising with the nominees.

Matters Arising / Status of actions

- 24.144 Council noted the status of the actions as outlined on the action sheet. Anticipated completion dates had been provided for those actions not yet fully completed.

Chair's Action

- 24.145 There were no chair's actions to note.

Partnerships: Future Strategic Direction

- 24.146 Council considered the paper which recommended a strategic direction for partner activity, following the discussion at the business meeting on 28 November 2024 and the strategic planning meeting on 6th and 7th February 2024. The future strategic direction included three plans:
- a) maintaining student number controls for most major partners, contracting with new, smaller partners and developing Trans-National Education (TNE) partners
 - b) enhancing the quality of education provided at partners by improved admissions processes and more investment in the partner-tutor model. The Pro Vice-Chancellor (Education) was leading this work
 - c) exploring weekend delivery and 'flying faculty' models where BNU staff would teach students on partner campuses. These students would be designated 'taught and registered'. Exploration of weekend delivery would begin in June with Magna Carta College (MCC) delivering a weekend course for which BNU had received over 400 applications, which was very encouraging although it was not expected that all applicants would enrol.
- 24.147 The Commercial and Business Development Director (CBDD) informed Council that the combination of these plans would lead to a gradual reduction of franchise student numbers, reduce risk for BNU as it would not be reliant on two large partners, and enable BNU to test the market for other forms of delivery.
- 24.148 In response to queries from Council, the CBDD clarified
- a) there was considerable potential in TNE
 - b) the 'flying faculty' model would enable BNU to reach different student markets while also giving partners some future reassurance during a period of increased regulatory focus on franchised provision

- c) many providers already offered weekend delivery. The Chief Finance Officer (CFO) advised Council that this model had generated an extra £20m in income at his previous institution. BNU had contacted the CFO's previous institution; BNU's model was similar to theirs. An initial examination of some of the applications for the MCC programme indicated they were of high quality
 - d) the CBDD had worked with the CFO to ensure that the financial assumptions that had been fed into the next budget aligned with forecasted partner student numbers
 - e) no staff member was being compelled to teach at the weekends; the staff teaching in June had applied to teach
 - f) the School of Business and Law had recruited some dedicated partner tutors for some larger partners
 - g) MCC had been terminated as a contractual partner in the past as part of a reduction strategy as they had only offered a single one-year programme
 - h) the current relationship with Oxford Business College (OBC) was very positive. BNU has a three-year recruiting contract with them
 - i) it was not clear if the current change to BNU's financial position might mean it needed to increase its partner student numbers in the autumn. Clearing would be very competitive; the aspiration would be to directly recruit students who might have joined one of BNU's partners
 - j) the OfS did not currently ask providers for their sub-contracting fee percentage.
- 24.149 The Vice-Chancellor commented that MCC's weekend teaching, while being something of an experiment from which BNU would learn much, was part of a diversification strategy for partners: BNU was exploring different models that enabled it to retain income and address quality concerns. BNU was exercising considerable control over its partners and took concerns about quality very seriously.
- 24.150 The SU President confirmed the SU engaged with partner students, noting that one of the SU's current Sabbatical Officers had been a partner student.
- 24.151 The Deputy Vice-Chancellor commented that other providers were not currently exploring 'flying faculty' models, but partners were able to reach student groups that some universities could not.
- 24.152 Council commented that TNE partners would need to be monitored and to be aware that they were being monitored, but should lead to some valuable innovation and that academic integrity would need to be closely monitored at all partners.
- 24.153 Council endorsed the new strategic direction while agreeing that it wished to continue to monitor BNU's franchised provision, including receiving data on student numbers and reports on any challenges experienced with partners.

Future financial health: opportunities for growth and efficiencies

- 24.154 The Chair noted that, unlike 40% of providers according to recent analysis by the OfS, BNU remained on course to deliver a surplus at the end of the current financial year, but the financial position had tightened, and the University needed to be prepared.
- 24.155 Council considered a report outlining a range of measures being considered by the University to find additional income and reduce costs in order to prepare itself for the forthcoming financial year.

- 24.156 The Vice-Chancellor informed Council that the report from the Migration Advisory Committee supporting the Graduate Route visa had been welcomed by the sector, but there was apparently still considerable debate within the Cabinet about restricting the Graduate Visa route, which would be extremely serious for the sector if enacted.
- 24.157 A recent report from the Higher Education Policy Institute had identified the minimum income required for students. Students outside London who received the maximum maintenance loan would need to work for approximately 20 hours per week at minimum wage to achieve that income, which was having a negative impact on student mental health. The Chair noted that a recent meeting of the Committee of University Chairs had been advised that working up to 15 hours per week was beneficial to students, but more than 20 hours had a negative impact.
- 24.158 In response to a query, the SU President commented that many BNU students were having to work full-time. The extremely high cost of local housing made it particularly challenging for BNU students. It was noted that working could cause student fatigue, which could detrimentally impact their study.
- 24.159 Following feedback received about the February 2024 meeting agenda, it was agreed that Council should receive a presentation from the SU Executive on student life at a future meeting.

Action: Students' Union

- 24.160 The Vice-Chancellor advised Council that recruitment for September 2024 was looking more positive, with acceptances now up 2.5% overall, and Full-Time Undergraduate acceptances up 7.5%. However, a combination of factors including declines in Thames Valley Police apprenticeship recruitment, student number control at OBC, increasing costs, and an earlier shortfall in international recruitment meant BNU was now planning a budget adjustment. Schools had been asked to increase their contribution rate by 5% and Directorates to model a 5% reduction in costs, and to plan for a possible additional 5% reduction should it be required. Managers had responded laudably and pragmatically, and BNU had already met the 5% reduction. BNU would be setting a cautious budget for 2024-25 but it was possible that if recruitment went well UET would discuss releasing some of the reductions.
- 24.161 In response to queries from Council, the Vice-Chancellor, Deputy Vice-Chancellor and CFO advised that
- a) the increased contribution of 5% was not being uniformly applied to all Schools, but was being varied
 - b) the recently appointed five new Professors were intended to be self-funding appointments, and would significantly drive forward research at BNU
 - c) Council would be presented with a budget informed by a sensitivity analysis based on three scenarios.
- 24.162 Council then held a workshop to discuss four questions of BNU's future financial health. Council responded as follows:
- To what extent should the University prepare for a full service 24/7/365 operation?
- a) Council was open to exploring different models of delivery but advised that evidence of market demand for them should be sought
 - b) aiming for a 7-day model was preferable to a full 24/7 model

- c) BNU should consider recruiting different staff for non-standard teaching hours
- d) It would be important to recruit local and regional students who might not want to move away from home due to the associated costs

To what extent should BNU explore merger or shared services?

- e) BNU should consider sharing services with Buckinghamshire College Group when it moved to its new campus in High Wycombe or acquiring a partner organisation, particularly a nice, high-quality partner. This would enable income diversification

To what extent should BNU develop online delivery?

- f) a blended model was preferable to a full online model as the latter risked disengaging students
- g) any move to online provision must involve consideration of quality of education
- h) a move to online provision would take time; it should be considered as a medium-term project

24.163 To what extent should BNU develop accelerated / modular programmes?

- i) now was the right time to proactively develop flexible provision: lifelong learning, accelerated provision
- j) BNU should continue to expand its apprenticeship provision.

24.164 The Vice-Chancellor thanked Council for the feedback, which UET would consider further.

OfS Capital Funding: Approval of JCT Contract

24.165 Council was asked to approve the signing of a JCT contract to the value of just over £2m to complete the final phase of the development works to create new workshops for the School of Engineering and the Built Environment. Council was advised that £1.4m of this total was externally funded by the Office for Students, must be spent on this project, and therefore did not represent a commitment of the University's own funds. The University was funding the remainder of the project. The funds from the OfS needed to be spent within a certain timeframe. All contracts had been tendered for and won by one supplier. BNU had decided to make efficiencies by combining two contracts into one, saving approximately £100,000, but this had put the total value of the contract over the limit of the Vice-Chancellor's delegated authority to approve.

24.166 The Chair noted that she and the Chair of Resources Committee had been asked to approve the contract but had agreed Council should be asked to approve it.

24.167 Council expressed concern at receiving the request late in the timeline of the project, noting that some equipment had already been purchased, but welcomed the saving of money and approved the contract.

24.168 Council was also asked for its views on further work to consider amending the Financial Regulations/Scheme of Delegation to enable the Vice-Chancellor or Capital Projects Group to approve spend exceeding the current scheme of delegation limits in certain limited circumstances, as follows:

- o where the contract sum is related to expenditure of external funding, and where the University's own resources are not committed; and

o scenarios where the University seeks to drive greater value by combining individual projects valued below their delegated limit of authority.

- 24.169 Council held a robust discussion of the proposal from which the following key points emerged:
- a) Independent Member Justin Sullivan, who was a construction expert, commented that Council should not be receiving the level of detail outlined in the paper on the JCT contract, that JCT Contracts were complicated and that such decisions should be delegated
 - b) it was more nuanced than stating that such situations did not involve use of BNU funds; such situations involved consideration of BNU's levels of exposure / responsibility, including for funding received from external bodies, such as grants, which BNU might in certain situations be required to repay.
- 24.170 the Vice-Chancellor noted that it was important not to impede BNU commercially by creating a bureaucratic process that might dissuade staff from making efficiencies by aggregating contracts.
- 24.171 Council agreed that further discussion of the Scheme of Delegation should be delegated to Audit Committee.

Action: Audit Committee

Missenden Abbey

- 24.172 Council noted an update on the discussions and feedback from the newly constituted Missenden Abbey (MA) Board on the current redevelopment plans and its initial reflections on an alternative plan from consultants Squid Ink that would reset, reshape, and reprioritise the strategic approach to the redevelopment of the Abbey informed by the new Board members' industry knowledge and expertise.
- 24.173 New Board member Sadie Groom assured Council that the new Board members had extensive experience of the hotel/venue industry and hotel schools. The Board had discussed the importance of the Hotel School and were developing the business case to support this and deliver the vision of creating a commercial hotel operation underpinning the University's hotel school.
- 24.174 The University Secretary and Clerk to Council would circulate the names of the new Board members after the meeting.

Action: University Secretary and Clerk to Council

- 24.175 Council held a robust discussion of the update from which the following key points emerged:
- a) the involvement of industry experts was welcome
 - b) BNU should maximise the boutique hotel element of MA if it remained a BNU asset
 - c) the recruitment of a new General Manager following the resignation of the current postholder would be a key appointment
 - d) it would be helpful to have a new valuation of MA to inform future discussions
 - e) it was expected to take 2-3 years from the current position for the Abbey to return to profit; the current leadership team had been asked to consider how MA could be returned to a surplus position.
- 24.176 The Chair noted that, following consideration by and feedback from Resources Committee, the business plan was now being revised by the Board. A more detailed report would be presented to Council outlining the revised plan once it was finalised, how the move to a

surplus would be achieved and alternatives if it was not possible to return the Abbey to a surplus position.

Sustainability Update

24.177 Council considered a presentation on sustainability activities at BNU. The Head of Sustainability drew Council's attention to the following key points:

- a) the principles of Net Zero meant considering what action was needed and doing the 'easy' actions first before moving to the more complex projects. It was not possible to skip any steps.
- b) BNU's CO² emissions were falling, partly due to the selling of the Chalfont campus and having more energy-efficient buildings on BNU's remaining campuses. BNU's electricity was now renewable, but the largest challenge was removing BNU's gas, without which BNU would not achieve Net Zero. Getting rid of gas would, however, increase BNU's electricity usage.
- c) it was essential to move to a decarbonised position. Insulating some buildings was an enabling project for this
- d) some projects would take several years, such as moving student residences to heat pump systems, but projects could be combined
- e) key recent achievements had been the establishment of a Sustainability Committee, the publication of BNU's Sustainability Strategy, creating more green spaces on campuses, which had been well received by students, and the launch of a Sustainability Impact Assessment for policies and new projects.

24.178 The Chair thanked the Head of Sustainability for the presentation, which showed the progress made.

24.179 In response to questions from Council, the Head of Sustainability informed Council:

- a) that the infrastructure of the University's main campus was the next major project: BNU was working with its electricity supplier to change its electricity connection. If this could not be changed, BNU would not achieve Net Zero
- b) that not pursuing this work now would damage the University's reputation and would be unethical
- c) that the difficulty with delaying some of these projects was compounding interest in the construction industry: construction costs had risen by 25% so it was worth pursuing these projects now to avoid further increases and to avoid competing with other organisations when they began to undertake such work.

Appointment of next Vice-Chancellor: update and workshop

24.180 Council received an update on the appointment of the next Vice-Chancellor. The Appointments Committee had held its first meeting and appointed Saxton Bampfylde as the executive search agency. The Committee had also discussed an indicative timeframe which was still being finalised.

24.181 It was confirmed that Aylesbury campus staff would be included in staff consultations.

24.182 The Chair thanked Council for taking extra time to consider this item, which was the single most important action Council would undertake.

24.183 The Chair thanked the current Vice-Chancellor for his extensive work in, amongst others, improving student satisfaction, inclusion and belonging, the High Wycombe campus, the

University's financial position and BNU's reputation which had enabled it to 'punch above its weight'.

24.184 The Vice-Chancellor thanked the Chair for her generous remarks.

24.185 The Vice-Chancellor was invited to give his insights based on his own experience in the role about what Council should consider when making the appointment. The Vice-Chancellor reflected on what Higher Education would look like in 10 years and the personal qualities and characteristics that would make an effective Vice-Chancellor.

24.186 The University Executive Team left the meeting, with the exception of the University Secretary and Clerk to Council, before Council held a workshop to consider what attributes, qualities and characteristics it wanted to see in the next Vice-Chancellor. Feedback was provided directly to the Saxton Bampfylde representatives who had joined the meeting for the workshop.

Date of next meeting

24.187 The date of the next meeting was confirmed as 9 July 2024.