



BUCKINGHAMSHIRE
NEW UNIVERSITY
EST. 1891

COUNCIL (STRATEGIC MEETING)

Open Minutes of the meeting held on 20 May 2025 in E5.05, High Wycombe

Present:

- Maggie Galliers (Independent [Chair of Council])
- Karen Satterford (Co-opted member [Deputy Chair of Council and Chair of Governance, Staff Reward and Vice-Chancellor's Remuneration Committees]);
- Professor Damien Page (Vice-Chancellor);
- Brian Lewis (Independent [Chair of Audit Committee]);
- Dr Annet Gamell (Independent [Chair of Student Experience Committee and Acting Chair of Resources Committee])
- Shaun Crawford (Independent);
- Marek Pruszewicz (Independent);
- Andy Cole (Independent);
- Adam Honor (Independent [Cybersecurity Council Ambassador]);
- Jackie Westaway (Independent);
- Ze'ev Portner (Academic Representative);
- Peter Robinson (PSE Representative);
- Amy Pile (Students' Union President);
- Joy Dellah-Gu (Student Co-opted Member)
- Sadie Groom (Independent [Chair of Missenden Abbey Board]);
- Francine Goodrich (Independent)
- Dr Kevin Campbell-Karn (Senate Representative)

In attendance

- Trevor Gabriele (Chief Finance Officer);
- Louise Harvey (Chief Impact Officer (Chief of Staff))
- Rachael Cornwall (Chief People Officer)
- Dr Emma Tomsett (Clerk to Council and Head of Governance and Compliance)
- Professor Sarah Williams (Pro Vice-Chancellor (External Collaborations) – Partnerships item only
- Ashley Church (Director of Strategy, Transformations and Futures) – Financial Independence Plan and Anywhere App items only
- Nicholas Roussel-Milner (Chief Information Officer) – Digital Strategy item only
- Dr Margaret Rioga (Director of Student Success) – Deep Dive: E6 Condition item only
- Dr Marcus Wood (Head of Quality Assurance) – Partnerships item only
- Sandy Gill (Head of Transformation) – Anywhere App item only

Apologies

- Dr Russel Stone (Senate Representative);
- Justin Sullivan (Independent [Chair of Resources Committee])

Welcome / Apologies

- 25.126 The Deputy Chair welcomed members to the meeting and noted two apologies as outlined above. The Chair was delayed due to transport difficulties but would join the meeting as soon as possible.
- 25.127 It was noted that this was the SU President's final meeting. The Deputy Chair thanked her on behalf of the Chair for her work during her tenure. Council was delighted she was joining the University as an academic member of staff.

Declaration of conflicts of interest

- 25.128 The Academic Representative declared a conflict of interest in relation to the item on Oxford Business College as a member of the School of Business and Law and in relation to the recruitment of staff members of Council.
- 25.129 The Chair of Student Experience Committee declared a conflict of interest in relation to the item on Missenden Abbey as she knew members of the Board of the Missenden Walled Garden charity socially.

Deep Dive: E6 Condition on sexual harassment and misconduct

- 25.130 Council received a briefing from the Director of Student Success on the new E6 Ongoing Condition of Registration on sexual harassment and misconduct from the Office for Students (OfS), which had stemmed from a Statement of Expectations issued by the OfS in 2019, and would come into effect on 1 August 2025. Council was informed that the University had set up an Oversight Group chaired by the Dean of Students with supporting workstreams to ensure BNU was prepared for and compliant with the new Condition's requirements. BNU was required to provide training for staff and students; a single comprehensive source of information (a webpage) for students containing all information about how the University would address and prevent / reduce incidents of sexual harassment and misconduct on its sites; ensure appropriate reporting through BNU's governance structure; discourage staff-student relationships and maintain a register of any staff-student relationships; a clear policy on expected staff and student conduct; and a clear policy on how any incidents would be addressed.
- 25.131 BNU had undertaken a 'train the trainer' programme so that staff delivering student training would be credible. BNU planned to work in partnership with the Students' Union (SU) as co-facilitators of the training and to deliver campaigns to prevent harassment and sexual misconduct. BNU had undertaken consultation with the SU and students to identify the best student training and consulted with staff on staff training. BNU had held a keep in touch event with partners to ensure they were aware of the Condition and able to comply with it.
- 25.132 BNU was planning to establish a central team for investigations into incidents as it was expecting the number of reported incidents to increase; this would demonstrate that the interventions put in place were having an impact and ensure a consistent and collaborative approach to investigating and addressing incidents. BNU was increasing its numbers of Sexual Violence Liaison Officers and reviewing its Report and Support system to make it even more accessible for students wishing to report an incident. Council would receive a report on the number of incidents and what action BNU was taking to address them.
- 25.133 In response to queries, Council was advised that
- a) BNU was participating in sector discussions about how to address the requirement that providers must ensure compliance amongst their international partners. The Report and Support tool would be used by both UK and international partners. BNU would hold further events with all partners to prepare them for the Condition and outline a clear procedure for partners on how to report incidents. BNU was also intending to share its student training with partners, and both BNU-taught and registered partner

students would have access to the single source of information. A requirement to comply with the Condition would be in partnership contracts going forward

- b) BNU had discussed introducing a complete ban on staff-student relationships, and consulted with partners. It had decided to take a dissuasive approach rather than introduce an outright ban partly because some of these students might have been in relationships with staff before they enrolled at BNU. It was noted that while a dissuasive approach was not necessarily ideal, a full ban might be difficult to enforce as people had a human right to have relationships, and were adults. If relationships were banned it might be difficult to get people to declare them
- c) Council's role was to ensure that the University was compliant with the Condition. Council would receive assurance on BNU's compliance through reporting on clear Key Performance Indicators; completion of training by staff and students and how many students had opted out of training; the number of incidents reported and investigated, outcomes of investigations and staff-student relationships. BNU was reviewing its reporting criteria to ensure it captured the data that would give Council assurance. The Clerk to Council commented that it was proposed that student-related reporting would go to each meeting of Student Experience Committee; staff-related reporting to each meeting of the new People Committee; and an annual report to Council. Council might need to receive further information on the University's preparations at its meeting on 8 July before the Condition came into effect.

25.134 The Academic Representative endorsed the need to monitor staff-student relationships and potential abuses of power. The Chief People Officer assured Council that while BNU could not tell people who they could have relationships with, BNU had always monitored personal relationships and did not need to change much of its processes to be compliant with the Condition. If people did disclose a personal relationship to the People team (Human Resources), the team would decide if the relationship was appropriate or problematic. Staff must report any situations they become aware of. The Director of Student Success added that the student training would discuss the dynamic between staff and students and advise them how to report any incidents involving or relationships with staff. Both student and staff members needed to report relationships, but the training would emphasise that the onus was not just on the student to report a relationship.

25.135 It was confirmed that there was a contractual obligation on staff to report a relationship with a student, and it was a disciplinary matter if they did not.

25.136 The Deputy Chair thanked the Director of Student Success. Council requested further training before the end of the summer term.

Action: Dean of Students / Director of Student Success / Clerk to Council

Minutes of the previous meeting

25.137 The Open and Reserved Minutes of the meeting on 4 and 5 February 2025 were approved as an accurate record of the meeting subject to the amendment that the Chair of Student Experience Committee had attended virtually.

Action: Clerk to Council

25.138 One member commented that, while they were sure this was inadvertently done, in terms of radical transparency two different meetings had been held simultaneously about the Vice-Chancellor's strategy at February's meeting. The Vice-Chancellor advised that he and the Chair of Council had discussed this extensively before the meeting: as the proposals affected people at the Council meeting whose roles were being disestablished, they had felt it would be unfair for those members to find this out in the meeting. The Vice-Chancellor acknowledged it had not been ideal and commented he would not necessarily do it again. One member suggested the Chair could have said there were certain issues that

had implications for BNU staff that could not be discussed with them present. The Deputy Chair thanked the member and commented that Council valued the point. The Deputy Chair felt this had been done for particular reasons because of the situation at the time, which was difficult, but the member's concern would be minuted so the Chair was aware of the member's concerns and could discuss them with the member separately.

- 25.139 The Open and Reserved Minutes of the meeting on 31 March were approved as an accurate record of the meeting subject to the amendment that the Chair of Student Experience Committee had attended virtually. In response to a query about minute 25.49 in the Reserved Minutes which stated BNU had approximately 1,000 students registered at Oxford Business College, the Vice-Chancellor confirmed the actual number was approximately 2,000 but the Chair had been summarising.

Action: Clerk to Council

Matters Arising / Status of Actions

- 25.140 Council noted the status of the actions as outlined on the action sheet. Council welcomed the split into completed and in progress actions.
- 25.141 One member commented in relation to proposed changes to the recruitment of staff members of Council that there was a division between the status of recommendations in the Halpin report on its governance review. Some recommendations were imperative and advised that Council 'should' enact them; others were more discretionary and stated Council 'could' enact them. The Halpin Report said Council 'could' consider moving from electing to appointing staff members, which was different from stating Council should; a false impression had been given. The observation was noted.

Chair's Actions

- 25.142 Council noted that the Chair had approved the Student Protection Plan for submission to the OfS. The Chair of Student Experience Committee had raised one query, but had been satisfied with BNU's response.

Pro-Chancellors

- 25.143 The Chair of Audit Committee assumed the role of Chair and the Deputy Chair and the Chair of Student Experience Committee left the room while this item was discussed.
- 25.144 The Clerk to Council informed Council that the Pro-Chancellor was an honorary position. The Chair of Council was currently the only Pro-Chancellor, but Governance Committee and Council had agreed to appoint more Pro-Chancellors to support the Chair during Graduation Week. Expressions of interest had been sought from members of Council; two had been received from Ms Karen Satterford and Dr Annet Gamell. The Honorary Awards Committee had considered their expressions of interest and had recommended them for approval by Council.
- 25.145 Council unanimously approved the appointment of Ms Karen Satterford and Dr Annet Gamell as Pro-Chancellors with immediate effect.

Vice-Chancellor's Report

- 25.146 Council received the report from the Vice-Chancellor and a paper from the Chief Finance Officer outlining different financial scenarios resulting from reduction in partnership income. The Vice-Chancellor commented that all providers experienced problems; the University had been aware *[redacted: commercially sensitive information]* posed a risk but it had been hoped that the original interventions would have been effective. The University Strategy Group (USG) had worked tirelessly and was working together exceptionally well; members had maintained their focus on their other responsibilities, managed the restructure and begun the directorate review while managing the franchise problem.

25.147 In response to queries from Council, the Vice-Chancellor commented that

- a) all *[redacted: commercially sensitive information]* students were being required to undertake an International English Language Testing System (IELTS) as concerns had arisen about some students' levels of English being insufficient for academic study. They would be expected to achieve test results that matched those required of BNU's International Students entry requirements. Most of the students had not taken a SELT when they first applied; they had been assessed by Duolingo, and BNU had accepted them based on screenshots from Duolingo tests. There was a risk that students would complain to the Office for the Independent Adjudicator, but there was no best option – all options had a risk. The tests would be run by the British Council
- b) some *[redacted: commercially sensitive information]* students were choosing not to re-enrol: 400 students had already not returned, and the University expected a further 400 would not return; BNU might be left with 1200 students at *[redacted: commercially sensitive information]* Nottingham campus but this could not be confirmed yet. There had been a protest at the Nottingham campus against the Department for Education's decision to de-designate courses at *[redacted: commercially sensitive information]*. Police were now investigating fraud in some cases, and BNU was aware that an *[redacted: commercially sensitive information]* staff member had given students' contact details to the media which was a Data Protection breach. *[redacted: commercially sensitive information]* was at risk of going bankrupt and some staff were being made redundant. There was also some concern about a possible shadow management team of former staff members who remained shareholders
- c) BNU had secured some teaching premises at Nottingham from another of its partners where the remaining *[redacted: commercially sensitive information]* students would be registered and taught as BNU students: BNU was preparing 10 classrooms with a registrar and an academic lead on site. The University of West London was going to give BNU some teaching space in Oxford
- d) eligible *[redacted: commercially sensitive information]* students were having their assessments marked, and were still receiving teaching. It had been the case in the past that *[redacted: commercially sensitive information]* used to inform BNU that they needed more numbers and BNU would change its regulations and allow them another intake. BNU was now giving *[redacted: commercially sensitive information]* some monthly payments to keep them afloat but was withholding some of the Student Loan Company monies
- e) BNU was assuming that there would be further media coverage in the future so in addition to *[redacted: commercially sensitive information]* it would also terminate some other high-risk partners including *[redacted: commercially sensitive information]* shortly. *The Sunday Times* had mentioned *[redacted: commercially sensitive information]* when it first approached BNU. *[redacted: commercially sensitive information]* had recently asked for another cohort; of the 27 applications only 5 applicants were legitimate. The Chief Impact Officer commented that *The Sunday Times* seemed to have moved on from BNU for now, but BNU had a 24-hour media monitoring process and was not complacent on this aspect. Media coverage was probably over at the moment because BNU had been extremely proactive on engaging with the press
- f) the government had cut strategic annual funding by 8%, removing funding from apprenticeships, and accelerated degrees, which would cost BNU £0.5m. 10,000 jobs were being cut across the sector; the sector was not a government priority
- g) BNU had strengthened English language requirements for international students taught at BNU; BNU's IELTS requirements were now higher than some of the Russel Group's members
- h) there was no current partner that was faultless, but BNU had used the learnings from *[redacted: commercially sensitive information]* to develop indices of serious concerns around a partner's integrity and applied those to the *[redacted: commercially sensitive information]*; their results against those indices were

lower than [redacted: commercially sensitive information]. The number of fraud reports from the SLC were far lower for [redacted: commercially sensitive information]. BNU did not have the capacity to visit them and inspect them in the same way it had for [redacted: commercially sensitive information], but [redacted: commercially sensitive information] student outcomes were better than at [redacted: commercially sensitive information]. However, concern remained about this partner which was being investigated by an auditor that would complete in June.

- i) BNU had paused recruitment for weekend teaching and would impose much higher standards
- j) Transnational Education (TNE) was lower risk in some ways because there was no student funding liability as students at these institutions could not get UK student loans. The due diligence and the initial onboarding for partners like [redacted: commercially sensitive information] had been poor, but the process BNU would now introduce would be much more robust
- k) due to BNU's current financial position, it would be necessary to take on some new small high-quality partners
- l) there was no independent group that could be appointed to inspect the larger partners; even the Government Internal Audit Agency audit had not uncovered everything BNU was now uncovering. BNU's team working on [redacted: commercially sensitive information] was more intrusive than it had ever been, and academics would be undertaking checks and talking to students. BNU was using a different lens and a different level of forensic scrutiny
- m) there was a national pattern where applicants were making decisions later, and many BNU offers were to International Students where there were more processes to be completed before they could accept the offer so there was a lag. Recruitment for September was not where USG wanted it to be, but the University was undertaking a review of Marketing and Student Recruitment.

25.148 The Chair of Council joined the meeting at this point and assumed chairing of the meeting. The Chair apologised for her late arrival but thanked Council for the robust discussion she had just heard. The Chair thanked the Deputy Chair for chairing the first part of the meeting.

25.149 The Deputy Chair thanked USG for its work in such a difficult situation.

Partnerships

Lessons Learned

- 25.150 Council considered the lessons learned report as part of its discussion of the Vice-Chancellor's report (see above). In response to a query about whether BNU had reflected on three previous internal audit reports on partnerships, the Vice-Chancellor advised Council that BNU would institute a process whereby if an auditor had a concern about a senior staff member's behaviour they would inform the Clerk to Council and it would be considered by the Audit Committee. BNU might also tender for another auditor.
- 25.151 The Chair of Audit Committee commented that it had been surprising at his first meeting as Chair that the risk rating for partnerships had been low. The Chair of Council advised Council that she was now also aware of a draft report from KPMG about [redacted: commercially sensitive information] which had not gone to Audit Committee. The Chair and Council had not been aware of its contents; if Council had seen it Council would have raised concerns.
- 25.152 One member commented on the need to reflect on lessons learned for Council and enquired whether Council members should visit partners. The Chair commented Council should be able to triangulate data to reports to what was happening on the ground, but Council had only been as effective as the information

it had been given. The new Partner Quality Framework integrated Council far more into the partnership process.

- 25.153 Another member suggested that one lesson learned from the governance perspective was that as the previous Vice-Chancellor had authorised KPMG to undertake the work the control process around the payment could have led to questions about what work was being done. The Chief Finance Officer confirmed KPMG had been paid for the *[redacted: commercially sensitive information]* audit. The Vice-Chancellor commented that there had not been proper scrutiny of what money was being spent on. The Vice-Chancellor suggested that Council should consider at what point Council would institute a separate audit that bypassed the Vice-Chancellor and USG and came straight to Council or to Audit Committee. The Chair commented that she was confident that the current Clerk to Council would keep Council robust and honest, and had had some positive conversations with the Clerk about what was expected from her.
- 25.154 One member suggested another control could be a requirement for joint approval of money being spent on an audit. The Chair commented that Council had been aware that KPMG had been commissioned to do an audit of *[redacted: commercially sensitive information]*, but this suggestion would be considered further.

Action: Vice-Chancellor / Chief Finance Officer

Strategic Vision for External Collaboration – Building Transformative Collaborations at BNU

- 25.155 Council considered BNU's new vision for strategic collaboration The Pro Vice-Chancellor (External Collaboration) informed Council that the lessons learned from *[redacted: commercially sensitive information]* underpinned BNU's vision for strategic partnerships in the future. BNU would no longer consider collaboration to only be subcontractual franchised provision, but have a much broader vision for collaborative activity that was mission driven and focused on community capacity building in local areas, not just about bringing in income. Some areas of partnerships, such as on Business Management programmes, would be deprioritised; openness, honesty and transparency to ensure that all staff understood collaboration and what BNU was doing would be prioritised instead.
- 25.156 BNU would create a strategy aligned to the vision, and reduce its dependence on franchised provision (FP). BNU was proposing to build sustainable income streams through cross-sector partnerships such as with non-governmental organisations and private providers, and build a global network using TNE, as well as meeting and exceeding regulatory benchmarks. BNU intended to create a centralised Collaborations Directorate including a quality and compliance team, a skills and external engagement team and a collaborative relationships team. It would build a digital metrics dashboard showing all the partners' metrics, and establish a collaboration board with external members to monitor BNU's activity. A new onboarding plan for new partners to train them properly and set expectations from the start would be created.
- 25.157 BNU was currently managing five partners through Performance Improvement Plans, with three of those partners identified for termination. BNU was also in the advanced stages of approving 7 new partners. BNU would be introducing more robust contracts. BNU's long-term focus would be on pro-active triangulation of cold spots with skills gaps: identifying which areas of the UK or the globe were poorly served by Higher Education or had skills gaps and only offering courses that addressed those skills gaps. TNE would be central to this and could include dual awards, articulation agreements, and student / staff exchanges amongst other options. There were opportunities in new areas such as Saudi Arabia to provide specialist provision.
- 25.158 In terms of partnership evaluation and due diligence, BNU was in the final stages of developing a new process for assessing new partnerships and onboarding them. Rather than BNU staff interpreting data

provided by the prospective partner, the new process would require partners to demonstrate to BNU that they understood their data and their business. BNU would also create a brand management and reputational management strategy.

- 25.159 BNU had changed its internal governance arrangements for collaboration activities: it had disestablished the University Partnership Board and the Apprenticeships Board, and established a University Collaborations Committee (UCC) managed by the central Governance and Compliance team, which reported to Senate and Council.
- 25.160 BNU's overall aim was to build a much more holistic, collaborative strategy aligned to BNU's values, be fully regulatory compliant wherever BNU was operating, be sector leading, and focused on community capacity building.
- 25.161 Council welcomed the vision but raised some queries. The Pro Vice-Chancellor clarified that
- a) if an organisation approached BNU about creating a partnership, they were required to complete a partnership enquiry questionnaire. BNU planned to automate it: there would be an online form that enabled BNU to filter out some organisations; for example, if they wanted to offer Business Management they would receive a response informing them BNU was not offering that
 - b) the evaluation criteria for new partners would not be solely about financial impact, but about the impact on the local community and the risk for BNU. Finance was being deprioritised as a target.
 - c) Council would receive recommendations for new partnerships, any new partner rejections by UCC and UCC minutes
 - d) BNU used to offer professional qualifications for bodies such as ACCA, CEMA and CIM, which could be resurrected. The Pro Vice-Chancellor was happy to discuss this with Council members outside the meeting
 - e) BNU had the capacity to operate internationally in the areas being proposed, but had to be cautious, selective about its first markets, and consider whether it aligned TNE activity to areas where it already recruited. TNE did not have to be a subcontractual partnership: it could start with a student exchange or staff going to a conference. BNU could establish it at a level that fitted with where the organisation was at the moment.
 - f) there was no profitability target for collaborative activity yet.
- 25.162 One member expressed particular concern, and urged caution, about rapid expansion of TNE into countries such as Kuwait and China, noting that BNU had rapidly expanded its International Student recruitment and then experienced problems with UKVI, and had expanded FP to a point where it could not effectively monitor it. Collaboration activity was ultimately about bringing in income to BNU; was BNU being proactive or reactive because it was losing income on FP.
- 25.163 The Chair noted there was a budgetary gap and that BNU could not build up its core student numbers immediately so was looking at alternative collaborative activity of high quality, The Chief Finance Officer commented that it was still early in the process: the partnership income scenarios presented to Council about BNU's financial deliberations for *[redacted: commercially sensitive information]* offered a financially stable model, but it would take BNU to a £(8.9)m deficit for the University by 2028/29. BNU needed some time to consider and finalise its plans through the Financial Independence Group (FIG) and to ensure BNU invested in the right areas such as Academic Registry and Admissions. The Vice-Chancellor commented that it would not cost BNU any more to do collaborative activity well than it had cost BNU to do it badly; having the right people doing this work in the right way would not be a new cost – everything that was needed to do this activity properly was costing BNU the same.

- 25.164 The Vice-Chancellor also commented that TNE was going to be a small part of the activity. BNU had a new Head of International Recruitment who understood this activity better than previous staff, and BNU would develop a new internationalisation strategy that was very different from what BNU had done in the past: it would be financially checked and costed correctly and BNU would be aware of the risks.
- 25.165 The Chair commented that Council had a nervousness that had depressed its appetite for risk, particularly over TNE – it was not a new area of activity for BNU but Council wanted to minimise the risks associated with it.

Partner Quality Framework

- 25.166 Council considered the draft Partner Quality Framework. The Chair welcomed the Head of Quality Assurance, who had once been Minute Secretary to Council, back to Council.
- 25.167 The Head of Quality Assurance (QA) highlighted to Council that the Framework outlined six areas of risk for BNU and how the University would respond to them, and set out BNU's new ethical approach to partnerships. Council owned the Framework as the OfS considered Council accountable for BNU's academic activities.
- 25.168 The Chair informed Council that she and the Vice-Chancellor had been asked to meet the OfS Director of Regulation, but she was confident they could demonstrate BNU now had much tighter control of partnership activity.
- 25.169 The Head of QA advised that BNU now had for the first time a written framework to hold itself against. The University was now seeking feedback on whether Council felt the strategic direction was right. BNU believed the direction was right and that BNU had enough risk mitigations / safeguards in the Framework. The Framework contained a lot of detail about risk and due diligence; its aim was to diversify risk away from the key areas of focus for the OfS (Undergraduate Business Management programmes) into less high-risk areas. BNU wanted to establish ethical partnerships that provided more than just financial benefits, and to work with partners that aligned with its strategic direction, and to better identify if a possible new partner was a good fit for BNU.
- 25.170 The Chair noted that the Framework outlined that new partnerships would be subject to due diligence and internal governance processes before being finally approved by Council.
- 25.171 In response to queries, the Head of QA clarified that
- a) existing partnerships would come back to Council for reapproval every 5 years, but Council would see much more reporting in-between. Council would also see the partner risk register. If the due diligence had been done properly, reapproval every five years should be effective unless an extraordinary situation arose. The Chair commented that perhaps the word 'normally' could be added

Action: Head of Quality Assurance

- b) the Head of QA had considered other providers' Frameworks and had utilised the stronger frameworks, but had not seen any as detailed as this Framework. The Framework did not contain anything brand new; it had been tried and tested in other places. Aspects that reflected OfS requirements, for example establishing how much partners could manage statutory reporting, had been added
 - c) the Framework had been discussed with the University's internal auditors. The Pro Vice-Chancellor added that BNU had also commissioned the Quality Assurance Agency to do a review of partnerships and to deliver training for the Partnerships team.
- 25.172 The Senate Representative noted that it would take 5-6 months for a new partnership agreement to come to Council for approval, but asked if some of the new partners were at an advanced stage that would enable them to be introduced by September. The Pro Vice-Chancellor advised Council that the

seven potential new partners would be held to the Framework but had not gone through the new due diligence process; some of these partners had been waiting for over two years for a decision.

- 25.173 The Senate Representative welcomed the Framework and new due diligence process but also asked about its impact on staff time as staff were currently only allowed 30 hours for Partner Tutor work against their work allocation. The Pro Vice-Chancellor commented that a review of support for partnerships would commence from the end of the week led by the Director of Strategy, Transformation and Futures and the Chief People Officer.
- 25.174 Council noted that the Framework would be considered by Senate on 11 June before returning to Council in July for final approval, by which time the Chair and the Vice-Chancellor would have met with the OfS so could add anything that emerged from that meeting.
- 25.175 The Chair informed Council that as Council would now be approving new partners, two online extraordinary meetings would be scheduled to consider approving the new partners mentioned by the Pro Vice-Chancellor. The meetings were scheduled for 28 May from 4-5pm and provisionally on 14 July from 4-5pm. Ten members of Council, six of whom must be Independent Members, would need to attend for the meeting to be quorate. Council agreed that if the meeting on 28 May was not quorate but the members present offered a clear steer to guide a decision that a partner should be approved, the Chair could take chair's action to approve the partnership on behalf of the whole Council.

Missenden Abbey

- 25.176 Council considered a report outlining the next steps for the disposal of Missenden Abbey. The Chief Finance Officer reiterated that the Abbey was costing BNU up to £750,000 per year. BNU had three options, one of which was purchase by another buyer as a going concern but that option seemed to have gone. BNU was now left with options of a sale with unconditional planning permission, which could yield £3-4m, or a sale with outline planning permission. Obtaining outline planning permission would be more complicated and mean a sale might not be completed until October 2026.
- 25.177 The Chair of the Missenden Abbey Limited (MAL) Board informed Council that the Board had agreed that the Abbey should be disposed of at its meeting on 19 May 2025 and were in favour of the option of an unconditional sale. The Board had suggested retention payments for key staff until the Abbey was closed. The Clerk to Council would be clarifying the future of the Board.
- 25.178 The Chief Finance Officer did not have the full details of why a prospective buyer had ended their interest.
- 25.179 In response to a query about the Missenden Walled Garden CIO, the Chair commented that the University might have to be prepared to find the charity another site if a buyer was not interested in their presence on the site. The Chief Impact Officer assured Council that the University's current relationship with the charity was positive.
- 25.180 Council approved in principle the University seeking to sell the Abbey without outline planning permission. The Chief People Officer informed Council that the People directorate had been working with the Interim Hotel Manager to put in place retention payments for staff needed until the Abbey closed, but also discussing what staff the Abbey might no longer need since the Vice-Chancellor had announced on 12 February that BNU was considering selling the Abbey. In response to a comment on TUPE, the Chief People Officer confirmed that the University would deal with TUPE as a legal process when it was needed after a buyer had been found.
- 25.181 The Chair of the MAL Board confirmed the University had listened to the advice of the Board: the Independent Directors had provided advice, and were very willing to help BNU with the disposal process.

Digital Strategy

- 25.182 Council considered an update on the University's Digital Strategy. The Chief Information Officer (CIO) informed Council that BNU had a current digital strategy that had been developed with external partners such as JISC but it needed refreshing. The refreshed strategy would take a longer-term view of BNU's digital agenda for the next 5-10 years. Technology would change a lot in that time, but BNU would develop a strategy for a digital campus that was both physical and virtual and extended beyond the boundaries of the physical campus. It would enable staff and students to access BNU resources and information at any time on any device. To enable the strategy to succeed, BNU would need to embrace authentic digital transformation, need the right data and technological infrastructure, and have the organisational capability to deliver the strategy. Consultation with staff and students had already begun and the response to the idea of a digital campus had been very positive; the next steps would be further consultation and engagement with staff, and assessing BNU's digital maturity. The vision would be refined and the underlying values developed, for example ensuring the digital campus space was inclusive and accessible and that BNU addressed digital poverty. BNU would start assessing and identifying the key projects for the roadmap that would take the strategy forward.
- 25.183 The SU President thanked the CIO for involving the student body and speaking to the Union Council. The students welcomed the vision of the digital campus, but always wanted the University to get the basics correct first, e.g. classroom equipment. The Chair noted that matters such as ensuring screens worked in classrooms was students' first priority.
- 25.184 One member urged the University to manage the costs of future digital projects carefully as they could increase rapidly. Another member, Council's ambassador on cyber security, informed Council he was aware of BNU's challenge around the availability of data for reporting and the disparate nature of where data was held around BNU and encouraged the CIO to engage with Council to ensure that students' needs were met.
- 25.185 The Student Member commented that the majority of students used Artificial Intelligence (AI) for their assignments and suggested that it could be beneficial for BNU to provide a course on how to use AI at the start of students' courses as other providers did.
- 25.186 The CIO assured Council he was undertaking the engagement needed to get a sense from staff and students of what they required from a digital campus. BNU would use personas to 'walk through' different stages of the student journey to identify the projects that could make a high impact on improving that journey. AI was a big issue, with multiple uses and BNU needed to look at AI when developing the strategy.

Financial Independence Group and Growth

- 25.187 Council received a report outlining BNU's plan to achieve financial sustainability and security, and bring BNU to financial independence from partnership income. The Chief Finance Officer informed Council that the plan considered where BNU could grow and diversify and where BNU could make efficiencies. To achieve financial independence, BNU would need to find new activities that generated a contribution of approximately £10m by 2028-29. Council would receive the plan regularly. The Chair commented this would be essential and that the plan underlined why Council needed to strengthen Resources Committee.
- 25.188 It was agreed that this item would come earlier on the agenda in future meetings.

Action: Clerk to Council

- 25.189 The Senate Representative noted that to grow online learning in a fully pedagogic way was expensive.
- 25.190 Noting a proposed voluntary severance scheme (VSS), the Senate Representative also commented that under the previous VSS a significant number of staff with research experience had left, which had impact on other strategies. The Vice-Chancellor advised Council that the VSS would be done in a different and

more targeted manner, but noted that BNU had not had much research capacity at the time of the previous scheme.

- 25.191 In response to queries, Council was advised that
- a) growing BNU's international student recruitment was very possible: BNU had grown from 80 to 1000 students in the last 4 years, and had quite a unique offer. BNU's International Student applications continued to grow, but BNU would take a strategic approach to developing this recruitment so it was not just done on an opportunistic basis
 - b) BNU could not get out of the Aylesbury campus lease but was exploring alternative uses for the building and possibly compressing the teaching week.
- 25.192 The Chief Finance Officer assured Council that BNU's reserves and loan position were healthy. Barclays were content with BNU's current position.
- 25.193 It was hoped that some of the worst scenarios were less likely to happen, but Resources Committee would receive a full update.

Anywhere App

- 25.194 Council considered the Anywhere App. The Head of Transformation advised Council that BNU was planning to introduce the app, which was a strategic project management system that Council could access in real time to see how BNU was performing against all key strategic KPIs, its risks and its strategic initiatives being undertaken linked to BNU's strategic objectives. It would give Council more proactive risk oversight, sight of risks in real time and offer enhanced transparency. Council would be able to access a live view dashboard.
- 25.195 It was agreed that Independent Members Adam Honor and Jackie Westaway would work with the Head of Transformation to ensure the strategic dashboard to ensure it met Council's needs.

Action: Head of Transformation

- 25.196 One member asked if members would be able raise a concern or query if they saw a change or information that they felt needed urgent attention. The Vice Chancellor commented that USG did not want this data to only be seen at Council meetings; Council members would be able to see the data when it was convenient to them. The Chair commented that Council did also want to see it at its meetings.

Date of the next meeting

- 25.197 The Chair thanked the SU President as it was her last meeting, and noted the Academic Representative and the Student Member would be attending their last meetings in July. The SU President had received a special award at the recent SU Awards, and had been exceptional during her tenure. Council had been grateful to have her as a member, and she had been involved in a very important decision in appointing the new Vice-Chancellor.
- 25.198 The date of the extraordinary meeting was 28 May, but Council's next ordinary meeting was confirmed as 8 July 2025.