

**Leeds Trinity University
Board of Governors**
Minutes of the meeting of the Board held on 22 February 2024 at 10am on campus.
Minutes – 8136 – 8195

Present: Mr J Hanley (Chair), Mr L Bentley, Professor C Egbu (Vice-Chancellor), Fr P Grogan, Ms S Hogston, Mr M Holden, Ms K Howard-Matthews, Mr. R Maposa, Mr B McCarthy, Ms S Milnes, Mr K O'Connor, Ms E Reed, Mrs S Rix, Bishop M Stock, Mr V Sharma, Ms A Wilson

In attendance: Professor M Arif (Pro Vice-Chancellor for Enterprise & External Engagement), Mr D Butcher (Director of Finance & University Secretary), Mrs S Clarkson (Executive Director of People & Culture), Ms C Fieldhouse (SU Observer), Ms J Green (Clerk Designate), Ms J Hynes (Chief Operating Officer & Executive Director of Operations & Sustainability), Professor C O'Connor (Pro Vice-Chancellor for Education & Experience), Mr J Potter (UCU Rep), Professor M Todd (Provost & Deputy Vice-Chancellor), Mr C Williams (Clerk to the Board of Governors & Company Secretary)

Apologies: Dr L Shand (Unison Rep), Ms T Ford-Escobar, Ms C Nursaw, Mr D Oldroyd, Prof D Kobzev, Ms T Smith

The Board had taken the reserved matters at the beginning of the meeting; they are the subject of a discrete and confidential set of minutes covering minutes 8107 – 8135.

Action
WELCOME AND OPENING PRAYER

The meeting opened with a prayer led by Bishop Marcus. The Chair welcomed members and confirmed the meeting was quorate. He advised that he would run the meeting on the basis that papers had been read.

DECLARATION OF INTERESTS

8136 There were no declarations of interests. **Noted**

MINUTES OF LAST MEETING

8137 The 29 November 2023 minutes were confirmed as an accurate record. **Approved**

MATTERS ARISING, INCLUDING PROGRESS ON ACTION LOG FROM PREVIOUS MEETING

8138 **Received:** The Board action log (Paper G 24/01).

8139 Report on the 14 December Office for Students meeting: On the agenda (part of the Vice Chancellor's Report) (Paper G24/05).

8140 Mid-year Key Performance Indicator Report: Not yet due.

8141 Student Recruitment End of Cycle Report: On the agenda.

8142 Portfolio Review: This would go to the 14 March meeting of the Academic Assurance & Student Experience Committee ahead of a fuller report to the Board in June.

8143 All other actions had been achieved and would be cleared from the action log. **Approved**

CHAIR'S REPORT

- 8144 **Received:** Chair's update on key activity since the previous meeting (Paper G 24/02).
- 8145 The Office for Students ("OfS") investigation had been publicly announced that morning. The Chair said the Board had discussed the matter in closed session and regarded it with utmost seriousness. He acknowledged and thanked (independent governors) Mr M Holden and Mr B McCarthy, for their work on behalf of the Board to gain a better understanding of how and why the OfS concerns had arisen.
- 8146 During the closed session, six short-term instructions for the Executive had been agreed by the Board (see the confidential annex to these minutes) and these were discussed.
- 8147 Proposal to establish a new committee
- Received:** Draft terms of reference document (G 24/14)
- 8148 As the Chair had determined that the proposal to establish a new committee was an 'urgent matter', draft terms of reference were tabled.
- 8149 **Resolved:** Pursuant to paragraph 34.1 of Article 34 of the Articles of Association, to amend the regulations set out in the document "*Board of Governors and Committees of the Board of Governors*" to stipulate terms of reference for an additional committee, inserting the wording contained in the tabled draft terms of reference document (G24/14) under a new heading "Partnerships Committee".
- 8150 **Resolved:** Pursuant to clause 13.5 of Article 13, to establish a new committee of the Board of Governors with the remit of monitoring and providing assurance to the Board of Governors in respect of the University's franchised partnership provision, having terms of reference provided by regulations set out under the heading "Partnerships Committee" in the document "*Board of Governors and Committees of the Board of Governors*".
- 8151 **Resolved:** Establish interest in Committee membership from targeted members and secure approval of members via Chair's Action before the next meeting on 21 March. **Clerk & Chair**
- 8152 The Board noted the Chair's Report **Noted**

PERFORMANCE

Health & Safety – Reporting by Exception

- 8153 **Received:** A verbal assurance from Ms J Hynes, Chief Operating Officer ("COO") that there were no material health & safety issues to disclose.
- 8154 The Board noted the assurance. **Noted**

NSS Progress

- 8155 **Received:** From Prof C O'Connor, Pro Vice-Chancellor Education & Experience ("PVCEE") a progress report on work underway to address Board concerns about the 2023 National Student Survey ("NSS") outcomes (Paper G24/03).
- 8156 PVCEE said NSS responses were down 4% on 2023 but the closing date was 30 April, and a lot of activity was in progress to further promote the survey.
- 8157 A Governor asked if certain student demographics required additional support for an inclusive student experience. PVCEE said three groups stood out in this regard: those repeating a year, those who had taken the BTEC route, and those admitted through clearing. Having satisfied itself that targeted support was in place, the Board emphasised

the need to communicate to students that it had closed the feedback loop. PVCEE reported that, in terms of race/ethnicity gaps, some feedback from Asian students in 2023 had raised concerns about their sense of belonging, particularly with respect to the students' union. The University had moved quickly to address this, with all signs pointing to this having been successful and work on closing degree awarding gaps continued.

- 8158 The Board queried the turnout at staff development sessions and asked how this would be improved and PVCEE reported that, in the next cycle, attendance would be mandatory, and she would liaise with Deans well in advance to get dates into diaries.
- 8159 It was agreed that management's optimism regarding the 2024 NSS results seemed well-founded, considering the considerable work that had been done (per PVCEE's report) to enhance internal quality controls and increase survey participation. The Board agreed that there were promising signs of an enhanced student experience; hopefully this would yield improved NSS feedback (especially from Horsforth based students).

Student Recruitment End of Cycle Report - 2023 Entry

- 8160 **Received:** A student recruitment monitoring report from Prof M Arif, Pro Vice-Chancellor for Enterprise & External Engagement ("PVCEEE") (Paper G24/04)
- 8161 The report compared 2023-24 undergraduate recruitment with previous year and with target. Despite strong performance relative to 2022-23, the original plan had not been achieved. More positively, undergraduate and postgraduate applications were up, primarily driven by international applications but also by the opening of the City Centre campus. PVCEEE said the University was bucking the sector trend as, nationally, applications were down 8.6%.
- 8162 The meeting discussed the risk that Russell Group and other Post '92 universities might decide to drop their tariffs during clearing to make up a shortfall of applications. PVCEEE said Deans and Heads of School would be on call during clearing to make decisions on reducing the University's own tariffs, being mindful of the need to maintain a certain baseline to safeguard academic standards.
- 8163 The Board asked for assurance that the previous year's conversion rate for international applicants would be substantially improved upon to give confidence in respect of that income line. PVCEEE said, over the past two years, the University had addressed several control issues in the international recruitment framework, a key objective being to increase responsiveness to within five days of application. Some restructuring of teams had taken place and the University was introducing a two-intakes model for postgraduate students. In response to a question, DFUS confirmed that there was some stretch in the faculty enrolment targets; the income budget was based on a lower number.
- 8164 Finally, the Board congratulated management on winning an apprenticeships contract with West Midlands Police. PVCEEE said there was some prospect of increasing the apprenticeship offer to include built environment, nursing, and computing apprenticeships.
- 8165 The Board noted the report, agreeing that satisfactory assurance had been provided. **Noted**

VC REPORT AND STRATEGIC CONSIDERATIONS

Vice-Chancellor's Report (including OfS & partnership matters)

- 8166 **Received:** A report from Prof C Egbu, Vice-Chancellor ("VC") covering the policy context and external factors (Paper G 24/05).
- 8167 VC presented his report and the Board noted as follows:

- The Office for Students was consulting on a proposed free speech complaints scheme and the regulation of students' unions;
- Regulator interest in franchise provision continued to grow; the National Audit Office had published a report on student finance for study at franchised higher education providers, highlighting risks to public funds;
- The Research Excellence Framework¹ ('REF') had been put back to 2029. The REF steering group was consulting on the expanded People, Culture & Environment Statement component of the framework;
- (Non-departmental public body) UK Research & Innovation had published a 'State of the Nation' report, mapping out sector initiatives to improve and support research culture;
- Transnational education was progressing with new partners in Nepal, Singapore, UAE, Vietnam and Malta (all on a franchise model) and opportunities in Sri Lanka were being explored. Meanwhile, teach-out was progressing for some existing partners.

8168 VC referred to the Office for Students investigation and gave a strong assurance that the senior team would do everything in its power to minimise the risk of reputational damage, financial loss, and harm to staff and students. In response to a question, he said a communication plan was being drawn up, with messaging for stakeholders. It was agreed that this should include a message to staff from the Board.

8169 **Action:** Circulate the Office for Students investigation communication plan to the Board, to include a communication from the Board to University staff (approved by the Chair).

VC, Clerk and Chair

8170 The Board noted the VC's report.

Noted

Business Cases Update Report

8171 **Received:** A progress report on the City Centre campus project from Ms J Hynes, Chief Operating Officer ("COO") (Paper G 24/06).

8172 Although the project risk level remained 'Amber'/'at risk of going off track', the City Centre campus project was progressing; the Category A works were complete and lease sign-off was imminent. The University's Director of Estates had high confidence in the quality of the works and the same contractor would complete the Category B works.

8173 COO said, while she considered it likely that the University would complete floors 1-4 plus ground floor by September as planned, it was comforting to know that, should the schedule slip further, there were contingencies to fall back on to control for the strategic risk of being unable to launch the new campus on time.

8174 The Board agreed that the report provided adequate assurance. It was noted that an update would be taken to the 6 March Finance & Resources Committee meeting.

Noted

FINANCE AND RESOURCES

Finance & Resources Committee: Report from the 24 January 2023 meeting

8175 **Received:** The unconfirmed minutes from the 24 January 2024 Finance & Resources Committee ("F&R") meeting and a report from the F&R Chair (Paper G 24/07)

8176 The Board noted the report from the F&R Committee.

Noted

¹ Similar to the Teaching Excellence Framework, the Research Excellence Framework is the UK's system for assessing the quality of universities' research and teaching activities.

Health & Safety Policy Statement - Annual Review

12.25 Ms S Milnes left the meeting.

8177 **Received:** Draft Health and Safety Policy statement for approval, together with cover paper from COO (Paper G 24/08).

8178 **Resolved:** To approve the Health and Safety Policy Statement, subject to the insertion of the Health & Safety Committee terms of reference as an annex. To adopt it as part of the policy framework with immediate effect. **Approved**

Financial Forecast

12.28 Mr M Holden left the meeting.

8179 **Received:** A financial monitoring report from DFUS (Paper G 24/09).

8180 The F&R Committee had already advised on the contents and findings of the report. The Board concurred with the advice; there were no pressing concerns. DFUS said a revised financial forecast would be shared at the 6 March F&R meeting and subsequently with the Board.

8181 It was noted that the atrium transformation project (which had been paused to allow a cost analysis/ value engineering exercise to take place) would remain paused until the Office for Students investigation concluded and any issues were resolved.

8182 Referring to paragraph 8 of DFUS's report (which reported an increase in funding council income) the Board suggested that, as the additional funding related to increased numbers in partnership provision, it would be helpful to separate it out in the accounts, to give a clearer line of sight into the performance of the partnerships versus that of the on-campus provision.

8183 **Action:** Reflect on the approach to reporting in the management accounts on funding council income, clearly delineating between the partnerships and the on-campus provision. **DFUS**

8184 **Resolved:** The financial forecast presented to the meeting was deemed to provide satisfactory assurance in terms of financial solvency and sustainability. It was noted that a revised forecast, factoring in potential costs of the Office for Students investigation, would be brought to the March Board meeting. **Noted**

12.30 Ms S Milnes rejoined the meeting.

GOVERNANCE AND NOMINATIONS

Governance & Nominations Committee: unconfirmed minutes 1 February 2024

8185 **Received:** The unconfirmed minutes from the Governance and Nominations ("G&N") 1 February 2024 Committee meeting and a report from the G&N Chair (Paper G 24/10).

8186 The Chair of G&N summarised the Committee's activities, saying there were no material concerns to report. Her report identified a couple of items on the CUC HE Code of Governance compliance matrix which the Committee felt required additional attention; they were known issues which did not come as a surprise to the Board.

8187 Proposal to appoint a new independent governor to the Board of Governors

The proposal to appoint Mr Stuart McLeod to the Board of Governors was discussed. It was agreed that Mr McLeod would bring valuable experience and expertise in

sustainability, filling a critical skills gap. The positive advice from the G&N Committee in respect of the recruitment process was noted.

8188 **Resolved:** Mr Stuart McLeod shall be and is appointed to the University's Board of Governors with effect from 1 April 2024 to hold office for an initial fixed term of three years.

Approved

Honorary Awards Report

8189 **Received:** A monitoring report from the VC (Paper G 24/11)

8190 VC updated the Board on recent Honorary Awards Committee decisions. Eight candidates had been approved for honours, six of whom were University alumni. Governors were encouraged to attend the 2024 Honorary Fellowship ceremony, which would take place during the Graduation ceremonies week already advertised.

8191 There were no concerns or questions.

Students' Union

SU Accounts - Final*

8192 **Received:** Students' Union Annual Report and Financial Statements (Paper G 24/12).

8193 The Board noted its statutory duty to:

- Ensure that appropriate arrangements existed for the monitoring of the Student Union's expenditure by the Board of Governors;
- Hold the Students' Union to account for its finances; and
- Ensure that the Students' Union accounts disclosed appropriate details of donations.

8194 Following brief discussion, the Board agreed that the Students' Union Annual Report and Financial Statements, together with the cover report from the Students' Union Chief Executive, provided satisfactory assurance in respect of the Student's Union's financial management and the discharge of the Board's s22 Education Act 1994 responsibilities.

Noted

ANY OTHER BUSINESS & DATE OF NEXT MEETING

AOB

8195 Date of next Meeting: Thursday 21 March 2024 at 8.30am at Hollins Hill, Baildon, Shipley, BD17 7QW