

**Leeds Trinity University
Board of Governors**
Minutes of the meeting of the Board held on 03 July 2024 at 11.05am.
Minutes 8942 – 8996

Present: Mr J Hanley (Chair), Professor C Egbu (Vice-Chancellor), Ms T FForde-Escobar, Ms M Goodhand, Mr M Holden, Fr P Grogan, Mr R Maposa, Mr B McCarthy, Mr S McLeod, Ms S Milnes, Mr K O'Connor, Ms E Reed, Mrs S Rix, Mr V Sharma, Ms T Smith, Bishop M Stock, Ms A Wilson

In Attendance: Mr D Butcher (Director of Finance & University Secretary), Ms S Clarkson (Executive Director of People & Culture), Ms J Green (Clerk to the Board of Governors & Company Secretary), Ms J Hynes (Chief Operating Officer), Mr A Mahmood (Students' Union Observer), Prof J Mitchell (Interim Deputy Vice Chancellor Provost), Prof C O'Connor (Pro Vice-Chancellor for Education & Experience), Ms S Page (Interim Executive Director of Governance & University Secretary), Mr C Williams (Governance Adviser)

Apologies: Professor M Arif (Pro Vice-Chancellor for Enterprise & External Engagement), Mr L Bentley, Prof D Kobzev, Mr D Oldroyd, Ms C Nursaw, Prof C O'Connor, Dr L Shand (Unison Rep)

Welcome & Opening Prayer

The Chair welcomed to the meeting new Student Governor Ms M Goodhand and new Students' Union observer Mr A Mahmood, as well as new Executive team members Prof J Mitchell (Interim Deputy Vice Chancellor Provost), and Ms S Page (Interim Executive Director of Governance and University Secretary). He confirmed the meeting was quorate and said he would proceed on the basis that papers had been read.

The meeting opened at 11.55am with a prayer led by Bishop Marcus.

Declaration of Interest

8942 Governors Mr J Hanley, Mr M Holden, and Mr B McCarthy each declared an interest in his own proposed reappointment. There were no other declarations of interest. **Noted**

Minutes of Last Meeting

8943 **Received:** Draft minutes of previous two meetings. **Received**

8944 **Resolved:** To approve the minutes of 15 May 2024 as an accurate record. **Resolved**

8945 **Resolved:** Subject to the addition of governor Ms S Hogston to the list of those present at the meeting, to approve the minutes of 13 June 2024 as an accurate record. **Resolved**

Matters arising, including progress on action log from previous meetings

8946 **Received:** Action log (GAA 23/14). **Received**

8947 Both actions had been completed. The Academic Assurance & Student Experience Committee had discussed the mitigations for the slightly delayed opening of the City Centre Campus and was satisfied that the risk to the student experience was being managed to within tolerance. The Board meeting schedule had been circulated.

8948 **Resolved:** To clear all actions from the action log. **Resolved**

Consent Agenda Approvals

- 8949 **Received** for approval and noting paper G 24/43 **Received**
- 8950 The Chair proposed the consent agenda. The summary report was considered. There were no requests to move items to the main agenda, questions or comments.
- 8951 **Resolved:** To note/approve the following items on the consent agenda: **Noted**
- (i) To receive the Chair's report and note its contents.
 - (ii) With immediate effect, to:
 - a. Approve the pilot of a proposed 'Governor with Portfolio' scheme, whereby a governor is linked to the management lead for an area of special interest, until 1 December 2024;
 - b. Approve the proposed terms of reference for the 'Governor with Portfolio' role as presented (see the Consent Agenda documents pack);
 - c. To appoint governor Ms S Hogston as Governor with Portfolio for the Nursing provision.
 - (iii) With immediate effect, to approve the proposed Corporate Policy Schedule (of delegated authorities for the review and approval of key corporate policies and procedures).
 - (iv) With immediate effect, to re-appoint the following non-Governor members of the Board's sub-committees for one year in each case from 1 August 2024:
 - a. Olivia Fleming to Academic Assurance & Student Experience Committee;
 - b. Andrew Sumner to Remuneration Committee;
 - c. James Thompson to Audit and Risk Committee;
 - d. Richard Atkinson to Finance & Resources Committee.
 - (v) To receive the Finance & Resources Committee report and minutes of 5 June and 1 July 2024, noting the Committee's advice and key items of report.
 - (vi) To approve the proposed key performance indicators and targets for monitoring progress on the People & Culture sub-strategy.
 - (vii) To receive the report and minutes of the 12 June 2024 Audit & Risk Committee meeting, noting the Committee's advice and key items of report.
 - (viii) To receive the 2024-25 Internal Audit Plan and note the agreed scope.
 - (ix) To receive the external audit plan for financial year ending 31 July 2024 and note:
 - a. the scope of the audit plan;
 - b. the agreed audit fee estimate; and
 - c. the contents of the auditor independence assurance.
 - (x) To approve the proposed amendments to the Governance & Nominations Committee Terms of Reference and adopt the amended version with immediate effect.
 - (xi) To note the date of the next ordinary Board meeting: Thursday 17 October 2024.
- 8952 **Action:** Circulate to all governors once available: **JG**
- a. Governance & Nominations Committee notes of inquorate 13 June 2024 meeting;
 - b. Audit Committee minutes of 12 June 2024;
 - c. Partnerships Committee minutes of 19 June 2024;
 - d. Extraordinary Finance & Resources Committee minutes of 1 July 2024.

Vice-Chancellor's Report

- 8953 **Received:** Vice Chancellor's Report (G 24/44). **Received**
- 8954 Professor C Egbu (the "VC") had appended to his Vice Chancellor's report:

- A Universities UK summary of the main political parties' election manifestos, focusing on policies that would impact Higher Education; and
- A copy (for information) of a 30-60-90 day plan which the Executive had produced to provide a roadmap for the next few weeks, outlining key goals, actions and priorities.

8955 The VC spoke to his report, emphasising the following:

- a) A new report from London Higher and Access HE had highlighted the impact of the cost of living crisis on access to HE and choice for students, with increasing numbers of students choosing to study locally and live at home.
- b) A general election would be held the following day. None of the main parties intended to increase the fee cap set nearly ten years previously.
- c) The National Student Survey results were expected to be published on 10 July 2024.

8956 **Noted:** The Committee noted the Vice-Chancellor's Report.

Noted

Academic Partnerships Sub-Strategy – review timeline and progress to date

8957 **Received:** Briefing paper (G 24/45)

Received

8958 The Partnerships Committee had requested time on the Board agenda to discuss the planned review of the Academic Partnerships Sub-strategy.

8959 The VC said the Executive team had discussed at a recent away day the future strategic direction for partnerships, focusing on the following key aims:

- a) Consideration of the existing Academic Partnerships Sub-Strategy and the need for a refreshed approach;
- b) Ensuring an holistic, integrated approach to leading and delivering strategy, including Academic Partnerships;
- c) Delineating best practice in partnership working and delivery, including in terms of infrastructure, governance and decision-making; and
- d) Reflecting on how to lead a cohesive, inclusive, collective culture.

8960 The expectation was that a draft refreshed sub-strategy document would be presented in November for discussion/approval. The Board was pleased to hear that the revised Sub-strategy would be co-created with stakeholders, with a major focus on people and culture. The value of staff feeling ownership and taking pride in their contributions to the mission was emphasised.

8961 The VC reiterated that the franchise and other partnership business was, and for the foreseeable future would remain, critical to the mission and strategy. He said it provided an essential income stream, and substantially contributed to the achievement of core objectives around widening access and participation and the Catholic Mission. The Partnerships Committee had discussed the need for a greater focus on those objectives when discussing partnerships, as well as the need to ensure that the financial aspects of partnerships did not eclipse other important considerations.

8962 In discussion, it was agreed that a key consideration for the Sub-strategy review would be the Board's somewhat diminished risk appetite and need for additional assurance in this area of the business. The Board would meet to discuss risk appetite as soon as possible, likely at a development day during the first quarter of the next semester. It was expected that the University would temper its ambitions, at least in the short term.

8963 Preparations would need to be made for the Board's risk discussion. It would need careful positioning, and the Sub-strategy for partnerships would need to sit neatly with plans for the on-campus taught provision.

- 8964 The B1 English language pilot was discussed, the Board noting that the minimum entry requirement would be B2 for the next intake. It asked when the next intake after that would be. The VC said January, which might be too soon to draw conclusions from the pilot about the suitability of B1 from the perspective of academic standards and the University's values. The requirements would be kept under review.
- 8965 **Action:** Provide an update on the B1 English language pilot findings at the next ordinary Board meeting. **PVCEEE**
- 8966 Governors were keen to understand how the University engaged with prospective partners to ensure alignment of vision and values, as well as with institutions recognised as effective players in the franchising space. The VC described some key activities the University had engaged in to access sector knowledge and expertise, for example he had spoken to almost all vice chancellors involved in franchising, and the University had engaged in a Universities UK led project to develop best practice.
- 8967 The possibility of engaging an external speaker was explored, potentially a legal expert with extensive experience of advising universities on franchise partnerships.
- 8968 **Action:** Identify a date for a strategic development day with a view to discussing risk appetite. Consider engaging an external speaker. **Clerk, VC, U Sec, Chair**

FINANCE AND RESOURCES

Student Recruitment Report

- 8969 The Director of Finance & University Secretary Mr D Butcher ("DFUS") provided a verbal update on student recruitment.
- 8970 Undergraduate applications were slightly up on last year, as was the conversion rate for international applications to firm acceptances. Foundation year and Initial Teacher Training undergraduate applications had fallen, as had applications to Post Graduate Certificate in Education – this reflected the sector trend. The University's clearing plan was well developed; it had performed well in clearing in recent years and, if it did as well again and nursing recruited as expected, undergraduate enrolment would be around 7-8% up on previous year, while post graduate numbers would be up by about 30 overall.
- 8971 The DFUS emphasised the need for the University to diversify income and portfolio and commented in particular on the national decline in interest in teaching qualifications. This was reflected in the University's recruitment data. Prospects of future government investment and the potential to innovate and work with Catholic academy trusts to support teacher training and recruitment were discussed.

12.55pm Governors Mr S McLeod and Ms T FForde-Escobar left the meeting.

Future Financial Planning

- 8972 **Received:** Position paper (G 24/46) **Received**
- 8973 The DFUS's report listed various factors that were contributing to slower than anticipated growth. He said the Finance & Resources Committee had explored some worst-case scenarios from a future income perspective. Growth of the on-campus taught provision had been slower than anticipated, with less benefit from current demographic growth than had been expected (which is in line with the sector as a whole), while staff costs had increased beyond what was planned. With the continuation of the funding squeeze and increased uncertainty around partner numbers, action is likely to need to be taken to ensure future financial sustainability.

Draft Recurrent Budget

- 8974 **Received:** Draft budget (G 24/47) **Received**
- 8975 The DFUS presented the draft budget. For accounting purposes it included a figure for rent on Trevelyan Square (details in the paper) despite the initial rent-free period. An additional £1.1m was included in the draft budget for running costs of the new building (security, rates, utilities, etc) and a further £1m staffing costs related specifically to the new site. He said the total new cost, combined with relatively little income growth in the first year of the new campus operations inevitably placed a strain on the 2024-25 budget. 2024/25, he reminded governors, was always expected to be the peak year of investment and hence the tightest squeeze on the surplus.
- 8976 The budget assumptions were presented. The Finance & Resources Committee had considered them at its recent meeting, following which changes had been made, resulting in a slightly improved surplus figure (paragraphs 29 and 30 of the DFUS's paper refer). The assumptions were agreed to be prudent.
- 8977 The main risks relating to the 2024-25 budget were noted. They included:
- lower than expected levels of student recruitment;
 - the potential for the ongoing Office for Students investigation to materially impact on income in future years; and
 - failure to achieve growth in international.
- 8978 **Resolved:** To approve the Draft Recurrent Budget as presented. **Resolved**

Draft Capital Budget

- 8979 **Received:** Draft Capital Budget (G 24/48) **Received**
- 8980 The DFUS reminded governors that non-essential capital expenditure was on pause and said the draft capital budget for 2024-25 aimed at steady state replacement, with no expansions or extra projects. He said an application for a revolving credit facility would not progress until the Office for Students investigation concluded; there was potential to pick up planned projects in the latter part of the year if the situation changed.
- 8981 There were no questions; the budget was as the Board expected.
- 8982 **Resolved:** To approve the Draft Capital Budget as presented. **Resolved**

1.05pm Governor Ms T Smith left the meeting.

Health and Safety Safeguarding and Prevent- reporting by exception

- 8983 **Received:** Assurance report (G 24/49) **Received**
- 8984 The Chief Operating Officer Ms J Hynes (“COO”) shared the details of two RIDDOR¹ incidents which had been reported to the Health & Safety Executive (“HSE”). Neither had resulted in serious harm but there had been late reporting in each case. Root cause analysis had identified a systems issue: reliance on manual record keeping. A software package would be in place by September. The HSE had not communicated any intent to respond or visit.
- 8985 An interim plan had been agreed with the VC and DFUS and regular Health & Safety compliance monitoring was taking place, including specific monitoring of contractor practice due to concerns about a culture of complacency where contractors had a

¹ RIDDOR – Reporting of Injuries, Diseases and Dangerous Occurrences Regulations

succession of projects on campus. The COO noted that identified instances of non-compliance could be expected to rise during a monitoring period.

8986 The University's health and safety risk exposure was increasing as it diversified further into construction and biomedical. The COO said she and the Head of Health & Safety had produced a detailed risk register and an action plan, which included the management of hazardous materials. It was being monitored by the University Executive Group.

8987 The Board sought assurance on the adequacy of the first and second line controls for ensuring all staff, including franchise partner and contractor staff, received appropriate training and complied with Health & Safety policy. The merits of different strategies were explored and there was discussion about partner onboarding and continuous monitoring.

8988 The Board noted the content of the Health & Safety, Safeguarding and Prevent report. **Noted**

ACADEMIC ASSURANCE & STUDENT EXPERIENCE

Academic Assurance & Student Experience Committee ("AASEC") report (6 June)

8989 The AASEC Chair's report was received and the items of report and advice were noted. **Noted**

8990 In particular, the Committee had provided an opinion on whether there was adequate assurance that academic governance was robust and effective. It had received a report discussing a range of available assurance sources, including internal assurance sources such as self-assessment findings and measures of student engagement, casework outcomes, etc. and also external assurance sources such as Ofsted reports, external examiners' reports, the Teaching Excellence Framework Silver rating and feedback, and the approval of new qualifications by external bodies, specifically the Nursing and Midwifery Council. The Committee acknowledged the ongoing concerns around the partnership provision but advised that the overall picture was positive and there was good evidence of effective academic governance.

GOVERNANCE AND NOMINATIONS

Proposed Re-appointment of Governors

8991 **Received:** Briefing paper (G 24/51) **Received**

8992 It was noted that, on 31 July 2024, governors Mr J Hanley and Mr M Holden would reach the end of their second terms, while Mr B McCarthy would reach the end of his first term. The Governance & Nominations Committee (the "Committee") recommended all three for reappointment, each being eligible and having good attendance. The Committee had considered the makeup of the Board and the value added by each individual in terms of the skills, experience and knowledge they brought and the alignment of their skills, experience and knowledge with the University's current and anticipated future needs.

8993 All three individuals had made significant contributions to the work relating to the Office for Students investigation and the recent whistleblowing complaints and their commitment to higher education and the University's values was agreed to be very clear.

8994 **Resolved:** To reappoint the following governors for a further term of three years with effect in each case from the end of their current term of office: **Resolved**

- Mr J Hanley;
- Mr M Holden;
- Mr B McCarthy.

ITEM FOR INFORMATION OR NOTING ONLY

Other Business

8995 A presentation was made to outgoing governor Mrs S Rix, who was stepping down from the Board at the end of July, having served as the nominee of the Superior General of the Cross and Passion since 2014. The Chair thanked her for her notable contributions and achievements, as well as the warmth and compassion she had brought to the role.

8996 **Date of the Next Meeting:** Thursday 17 October 4pm

Noted