

Board of Governors

Minutes of the meeting of the Board held on 30 November 2022 at 4.00pm.

Minutes 7450 – 7565

Present: Mr J Hanley (Chair), Mr B McCarthy (Vice-Chair), Mr M Brockbank, Professor C Egbu (Vice-Chancellor), Ms T Ford-Escobar, Mr M Holden, Ms K Howard-Matthews, Prof D Kobzev, Ms C Nursaw, Ms E Reed, Mrs S Rix, Ms T Smith, Mr P Southern, Bishop M Stock and Ms A Wilson.

In attendance: Mr D Butcher (Director of Finance & University Secretary), Ms J Hynes (Chief Operating Officer and Executive Director of Operations and Sustainability), Mr B Moffett (Interim Pro Vice-Chancellor), Ms C O'Connor (Pro Vice-Chancellor for Education & Experience), Professor M Todd (Deputy Vice-Chancellor) and Mr C Williams (Clerk to the Board of Governors and Company Secretary).

Apologies: Dr J Aldiss, Mr R Maposa, Ms S Milnes, Dr A Torn (UCU Rep) and Mr K Clarke (Student Observer).

Welcome & Opening Prayer

7450 The Chair welcomed members to the meeting, welcomed Ms C Nursaw to her first Board meeting, notified members that Ms E Reed would be late for the meeting and made reference to the reports that are coming to Board with the recommendation from the respective Committee. Bishop Marcus opened the meeting with a prayer.

Declaration of Interest

7451 There were no declarations of interest.

Noted

Minutes of Last Meeting

7452 The minutes of the meeting held on 19 October 2022 were confirmed as an accurate record. **Approved**

Matters arising, including progress on action log from previous meetings

7453 **Received** the table of actions (paper G 22/93).

7454 The Board queried whether the correction in the UK Partnership Strategy had been completed (item 7416) which was confirmed.

7455 The Board noted the table of actions.

Noted

Chair's Report

7456 **Received** a report from the Chair of the Board of Governors providing an update on key activity undertaken by the Chair since the last meeting (paper G 22/94).

7457 The Chair reported that he had signed off the lease for 1 Trevelyan Square and briefed members that the scope for the pending Governance Effectiveness Review was currently out for quotes.

7458 The Chair flagged Mr Michel Feely's resignation on 7th November and the Board discussed the latest position on Governor recruitment with the four vacancies.

- 7459 The Chair commented on the recruitment of the PVC (Enterprise and External Engagement) and the Vice-Chancellor (VC) expanded on the process and recommended Prof Mohammed Arif for the role (starting 1st March 2023).
- 7460 The Chair referred to discussions at the Chairs and Executive meeting regarding the alleged misuse of public funds by criminal activity targeted at student loan funding via applicants studying with private partners (the VC commented that this was sector wide issue that had been raised and reported briefly on work to date with LTU staff on the ground with partners) and the pending work of F&R and Audit Committees to oversee management action, implications, and governance.
- 7461 The Deputy Vice-Chancellor (DVC) report that the issue involved nine HEIs, expanded on latest considerations with the DfE and SLC regarding the 180 students deemed to be at risk with LTU partners and reported that the issue had been notified to the OfS as a 'reportable event'.
- 7462 The Chair referred to the Action Plan (that had been shared and was available to all members) and that the recent paper to AASEC was being expanded and revised to give information on process mapping (which would be shared with members). **DVC**
- 7463 The Board had a full and frank discussion on the issue covering what was in the public domain, whether there was any signs of complicity between the perpetrators and providers, linkage with a previous case, the financial size of the issue, risks, communications, impact on and support for any vulnerable student involved (which would be scoped into the Action Plan), the need to take legal advice, other universities approach to the issue, the work of LTU staff 'on the ground' with partners and the Chair commented on how well the Executive has responded to date on the issue.
- 7464 The Executive agreed to reflect on discussions and on how best to give the Board further assurance on the matter.
- 7465 The Board noted the Chair's report, noted Mr Michael Feely's resignation on 7th November and approved Prof Mohammed Arif as PVC (Enterprise and External Engagement). **Noted Approved**

PERFORMANCE

Health & Safety Update (Reporting by Exception)

- 7466 **Received** a verbal update from the Chief Operating Officer (COO) who confirmed that there had been no reportable health and safety cases since the last Board meeting on 19 October.
- 7467 The Board noted the verbal report. **Noted**

Ms E Reed joined the meeting

Student Recruitment Year-End Report – 2022/23 Entry

- 7468 **Received** a year-end report on core activity from the Interim Pro Vice-Chancellor for Enterprise & External Engagement (IPVCEEE) with further detail provided on BoardEffect (paper G 22/95).
- 7469 The IPVCEE reported on the key points from LTU's overall core student recruitment outcomes for 2022-23 entry and highlighted the learnings to inform future core student recruitment activity, whilst flagging that that the scope of the report excluded franchise and apprenticeship student recruitment.

- 7470 The IPVCEE referred to the pending work of the task and finish group on marketing, communications, and recruitment.
- 7471 The Board questioned as to whether the IPVEEE felt that the actions outlined in section would deliver the required results in terms of core student recruitment.
- 7472 The Board discussed associated student housing issues and the risk of losing the Horsforth village feel to the LTU offer and need to raise the profile of the Horsforth campus with passing traffic.
- 7473 The Board discussed the investments that are being made to the Horsforth campus and how these are communicated, pending work on the accommodation strategy, work to support students in their second and third year and the pending report from Unipol.
- 7474 The Board had a full discussion covering the opportunity of having a city centre and a village campus as part of the marketing message, the opportunity involved with a city centre facility, need to push the best in Yorkshire NSS results, need to push on recruitment from a 10 mile radius (with greater profile in local road signage), student driven content (the 'peer voice') to personalised and informal marketing when undertaking face to face engagement, need to work more in the school setting (possibly through the work of the Director of the Catholic Mission) and the greater profile of localisation.
- 7475 The Board noted the Student Recruitment Year-End and 2022-23 report. **Noted**

Annual Student Progression & Retention Report

- 7476 **Received** a report from the Pro Vice-Chancellor for Education & Experience (PVCEE) on progression and retention rates for 2021-22 (paper G 22/96).
- 7477 The PVCEE expanded on performance on Foundation Year, level 4, level 5, franchise provision, flagged changes in B3 threshold rates and expanded on actions being undertaken to deliver improvement pass and progression rates and on drill down data that will inform the significant work going forward.
- 7478 The Board discussed how level 4 students felt in terms of belonging when making the transition to level 5 programmes so as to ensure that students feel part of LTU, and management commented on the increase of contact hours.
- 7479 The Board queried whether there was a Covid effect, and the Board considered the issues and challenges involved with the transition out of Covid.
- 80 The Board noted the report and actions being undertaken. **Noted**

VICE-CHANCELLOR'S REPORT & STRATEGIC CONSIDERATIONS

Vice-Chancellor's Report

- 7481 **Received** a report from the Vice-Chancellor (VC) (paper G 22/97).
- 7482 The VC reported on changes to Ministerial portfolios, the key points for the sector from the Government's autumn statement, recent secondary legislation to enable the OfS to charge for inspections, international student recruitment, freedom of speech developments, a report from MillionPlus on the significant contributions made by modern universities to innovation, ingenuity, and inclusion, the appointment of Dr Ann Marie Mealey to the role of Director of Catholic Mission, global engagement, graduate outcomes and enterprise and provided an update on research successes and RDAP.

7483 The VC expanded on the increasing profile of 'freedom of speech' (it is a new question in the NSS survey along with a question on mental health and well-being), work on promoting the benefits of the careers passport and the Executive briefed members on the latest position on the planning application process for Trevelyan Square that might mean that the process is shorter than 13 weeks.

7484 The Board queried staff awareness of freedom of speech requirements and discussed the limited number of political societies at LTU.

7485 The Board discussed the pending work of the Director of the Catholic Mission to raise the profile of LTU and support engagement in catholic education and other community/faith based settings.

7486 The Board noted the Vice-Chancellor's Report

Noted

Global Engagement Strategy

7487 **Received** the Global Engagement Strategy from the Deputy Vice-Chancellor (DVC) (paper G 22/98).

7488 The DVC presented the strategy for approval and touched on the work under the three 'external' goals (international student recruitment ambitions, international Research ambitions and global mobility ambitions).

7489 The DVC expanded on the developing network of agents, key markets for potential growth (that includes high and low risk countries) and flagged the potential risk involved with the emerging government policy on student immigration.

7490 The Board discussed the need to raise the profile of LTU as a Catholic foundation university in the strategy, questioned 'what next' given the required investment in global engagement work, questioned community cohesion work and international students' sense of belonging and discussed the role of the Students' Union in supporting international students.

7491 The Board requested that the student experience element of the strategy be reported to AASEC.

DVC

7492 The Board questioned the forecasting figures, need to link with networks within the diocese for overseas links and the SU President commented on the pressures on the block grant involved with planned growth in terms of what can and cannot be done within budget restraints and the Executive commented on growth in block grant and investments to service enquiries on a timely basis that will deliver the anticipated volumes.

7493 The Board approved the Global Engagement Strategy.

Approved

Bishop Marcus withdrew from the meeting.

Equity, Social Justice & Belonging Strategy

7494 **Received** the Equity, Social Justice & Belonging Strategy from the Vice-Chancellor (VC) (paper G 22/99).

7495 The VC reported on the vision, benefits behind the strategy whilst also paying due regard to the legal and public duty requirements aligned to the Equality Act, LTU's moral obligation to fairness and ensuring that all LTU's people are able to succeed, and the VC thanked the Director of the Office for Institutional Equality for her support and contribution to the strategy.

7496 The Board discussed how some under-represented groups such as disability and carers were reflected in the strategy, how the vision needs to be brought forward in the document to drive the strategy and the need for it to connect to LTU's Catholic foundation. The VC commented on the all-embracing nature of the work under-pinning the strategy, agreed to look again at the wording and position of the vision and the profile of the Catholic foundation in the strategy. **VC**

7497 The Board requested that the revised strategy be circulated for approval by the Board **VC**

ACADEMIC ASSURANCE & STUDENT EXPERIENCE

Academic Assurance & Student Experience Committee: Unconfirmed Minutes of the meeting held on 17 November 2022

7498 **Received** the unconfirmed minutes from the Academic Assurance & Student Experience Committee (AASEC) meeting held on 17 November 2022 from the Chair of Committee (paper G 22/100).

7499 The Chair of Committee flagged the key points from the meeting, presented a proposed change in the Committee's terms of reference (to provide oversight for the Board on students' mental health and well-being), flagged the impact of changes to Graduate Outcomes data (new OfS B3 requirements) as a potential risk and referred to the three following reports for approval (as recommended by the Committee).

7500 The Board noted the unconfirmed minutes and approved the additional term of reference regarding the Committee's oversight of students' mental health and well-being. **Noted Approved**

Degree Outcome Statement

7501 **Received** a report and Degree Outcomes Statement 2020-21 from the Deputy Vice-Chancellor (DVC) (G 22/101).

7502 The DVC reported on assessment and marking practices, academic governance, classification algorithms, teaching practices and learning resources, student characteristics and outcomes and actions.

7503 The Board noted the report and approved the Degree Outcome Statement for publication on the University's website. **Noted Approved**

Quality Assurance – Annual Accountability Return

7504 **Received** the Quality Assurance – Annual Accountability Return from the Director of Academic Quality & Standards presented by the Deputy Vice-Chancellor (DVC) (paper G 22/102).

7505 The paper sought to provide assurance to the Board that the University is compliant with regards to its regulatory obligations relating to academic quality and standards. The DVC reported on quality and standards, responsibility for quality and standards, monitoring of quality and standards, academic standards, quality enhancement / University Action and on the conclusion that the Board may give the OfS on the steps the University takes to promote the continuous improvement of the student academic experience, student outcomes and the reliability of degree standards.

7506 The Board thanked the Director of Academic Quality & Standards for the report and his work on quality and standards and approved the Quality Assurance - Annual Accountability Return for submission to the Office for Students and publication. **Approved for submission to OfS**

UUK Annual Programme Review Statement

- 7507 **Received** the UUK Annual Programme Review Statement from the Deputy Vice-Chancellor (DVC) (paper G 22/103).
- 7508 The DVC reported on the UUK framework for a statement on quality and value of programmes within England with the expectation that providers publish statements on their websites by early 2023. The DVC reported on approaches taken in monitoring courses and programmes, assessment criteria, institutional governance and how actions are taken.
- 7509 The Board approved the UUK Annual Programme Review Statement. **Approved**

FINANCE & RESOURCES

Finance and Resources Committee: Unconfirmed Minutes of the meeting held on 9 November 2022

- 7510 **Received** the unconfirmed minutes from the Finance and Resources (F&R) Committee meeting held on 9 November 2022 from the Chair of Committee (paper G 22/104).
- 7511 The Chair of Committee flagged the key points from the meeting and referred to the four following reports for approval (as recommended by the Committee) and need to generate Committee time to oversee the city centre development.
- 7512 The Board discussed the potential impact of energy costs pressures (fixed to April 2024 - which includes student accommodation) touched on the University's treasury management policy and discussed the mitigation of any pressures on capital investment.
- 7513 The Board noted the unconfirmed minutes **Noted**

Responsibilities of the Board of Governors: statements for inclusion in the published Annual Report

- 7514 **Received** the governance statements included in the Annual Report as recommended by the Audit Committee and presented by the Director of Finance & University Secretary (DFUS) (paper G 22/105).
- 7515 The DFUS reported on the statement covering the responsibilities of the Board of Governors, statement on internal control, Governors' statement on corporate governance and statement of primary responsibilities (as recommended by Audit Committee).
- 7516 The Board approved the Statements of Responsibilities for inclusion in the Annual Report and Financial Statements. **Approved**

Annual Report and Financial Statements for Year Ending 31 July 2022

- 7517 **Received** the Annual Report and Financial Statements for the year ending 31 July 2022 as recommended by the Finance and Resources and Audit Committees and presented by the Director of Finance & University Secretary (DFUS) (paper G 22/106).
- 7518 The DFUS reported that the statements had been amended in one respect from those discussed at Audit and F&R Committees (as requested by the external auditors) in relation to a revised set of pension actuarial adjustments and that the late changes had been discussed and supported by Audit and F&R Committee Chairs.

7519 The Board approved the Annual Report and Financial Statements for the year ending 31 July 2022 for signing. **Approved**

Management Representation Letter

7520 **Received** the representation letter as recommended by the Audit Committee presented by the Director of Finance & University Secretary (DFUS) (paper G 22/107).

7521 The Board approved the representation letter for signing. **Approved**

Updated Current Year Forecast

7522 **Received** a report from the Director of Finance & University Secretary (DFUS) which had been considered by F&R Committee on 9 November and which provided an updated forecast for the full year 2022/23 (paper G 21/108).

7523 The DFUS reported that the forecast was £2.1m down on budget with an operating surplus of £6.4m and an EBITDA of £10.8m and reported on the key changes on income and expenditure.

7524 The Board noted the report. **Noted**

Full Financial Forecast for Submission to the Office for Students (OfS)

7525 **Received** a report and the proposed financial forecast for submission to the OfS from the Director of Finance & University Secretary (DFUS) which had been considered and recommended by F&R Committee on 9 November (paper G 22/109).

7526 The DFUS reported on student number projections, forecast overview, analysis across activity, capital and funding, key financial indicators, risks and opportunities, sensitivity analysis and OfS forecast submission.

7527 The Board approved the Full Financial Forecast for submission to the Office for Students (OfS). **Approved for submission to OfS**

Annual Review of Health & Safety Policy Statement

7528 **Received** the Health & Safety Policy Statement as recommended by the Finance & Resources Committee from the Chief Operating Officer (COO) (paper G 22/110).

7529 The COO reported that there were no material changes to the policy statement.

7530 The Board approved the Health & Safety Policy Statement. **Approved**

AUDIT

Audit Committee: Unconfirmed Minutes of the meeting held on 9 November 2022

7531 **Received** the unconfirmed minutes from the Audit Committee meeting held on 9 November 2022 from the Chair of Committee (paper G 22/111).

7532 The Chair of Committee flagged the key points from the meeting, referred to the two following reports for approval (as recommended by the Committee) and recommended two administrative changes to the whistleblowing policy regarding name of Committee Chair and address of external auditors.

7533 The Board noted the unconfirmed minutes of the Audit Committee and approved the administrative changes to the Whistleblowing Policy. **Noted Approved**

Audit Committee's Annual Report to the Board of Governors

- 7534 **Received** a report from the Chair of the Audit Committee which summarised the work of the Audit Committee for the year ending 31 July 2022 as recommended by Audit Committee (paper G 22/112).
- 7535 The Clerk reported on membership and terms of reference, meetings and attendance, internal audit, external audit, IA and EA monitoring, risk management, governance, review of financial information, sector and financial updates, reserved matters, value for money, data quality, 2022-23 planning and on the Committee's opinion.
- 7536 The Board approved the Annual Report of the Audit Committee for year ending 31 July 2022. **Approved**

Institutional Risk

- 7537 **Received** the Risk Register as recommended by the Audit Committee from the Director of Finance & University Secretary (DFUS) (paper G 22/113).
- 7538 The DFUS reported on the register and flagged that there are currently four risks which are rated at the residual level as beyond their risk appetite (staff engagement and performance, staff quality and capacity, business case implementation and partnerships and collaborations).
- 7539 The Board approved the Risk Register. **Approved**

GOVERNANCE & NOMINATIONS

Governance and Nominations Committee: Unconfirmed Minutes of the meeting held on 3 November 2022

- 7540 **Received** the unconfirmed minutes from the Governance and Nominations (G & N) Committee meeting held on 3 November 2022 from the Chair of Committee (paper G 22/114).
- 7541 The Chair of Committee flagged the key points from the meeting and referred to the LTSU Constitution review for approval (as recommended by the Committee).
- 7542 The Board noted the unconfirmed minutes of the Governance & Nominations Committee. **Noted**

Safeguarding & Prevent Update Report, including the Prevent Annual Return

- 7543 **Received** a report and the Prevent – Annual Return from the Chief Operating Officer (COO) which aimed to provide a summary of our approach to working with the Prevent agenda (paper G 22/115).
- 7544 The COO reported on the requirement to submit to the Ofs an annual statement of monitoring for the Prevent agenda, that the statement had been reduced from the requirements in previous years to a submission of numbers and figures, along with a signed accountability declaration and that the work remains 'low volume' at LTU with no cases referred to the Ofs.
- 7545 The Board approved the Prevent – Annual Return for sign off by the Chair and submission to the Office for Students. **Approved for submission to Ofs**

Students' Union Constitution Review

7546 **Received** the LTSU Constitution as recommended by Governance & Nominations Committee (paper G 22/116).

7547 The SU President reported on the proposed changes to the SU constitution as considered and recommended by the SU Board and G&N Committee.

7548 The Board approved the amendments to the LTSU Constitution.

Approved

Any Other Business

7549 There were no items of any other business.

The Executive and observers withdrew from the meeting.

RESERVED MATTERS

Remuneration Committee: Report on the meeting held on 3 November 2022

7550 **Received** a verbal report from the Vice-Chair of Remuneration Committee.

7551 [REDACTED]

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Date of next Meeting

7565 The Board of Governors will be held on Thursday 23 February 2023 at 10am at Weetwood Hall.

Meeting closed at 18:43