

Board of Governors

Minutes of the meeting of the Board held on 6 July 2022 at 10am.

Minutes 7263 – 7365

Present: Mr J Hanley (Chair), Dr J Aldiss (Senior Independent Governor), Mr M Brockbank, Ms R Collins, Professor C Egbu (Vice-Chancellor), Ms T Ford-Escobar, Mr A Gilliland, Mr A Grills, Mr M Holden, Ms K Howard-Matthews, Mr R Marchant (Vice-Chair), Ms S Milnes, Ms E Reed, Ms E Richards, Mrs S Rix, Mr B McCarthy and Ms A Wilson.

In attendance: Mr D Butcher (Director of Finance & University Secretary), Mr P Dixon (Chief Operating Officer), Professor M Todd (Deputy Vice-Chancellor), Ms C O'Connor (Pro Vice-Chancellor for Education & Experience), Mr C Williams (Clerk to the Board of Governors and Company Secretary), Mr K Clarke (Student Observer), Dr A Torn (Union Rep & via Teams), Ms J Dodd (Director of Marketing, Communication and Recruitment for item 9) and Mr J Hawksworth (Director of HR for item 22).

Apologies: Ms J Andrew, Rt Rev M Stock, Mr P Southern and Mr M Feely

Welcome & Opening Prayer

7263 The Chair welcomed members to the meeting, welcomed Ms K Howard-Matthews and Mr K Clarke to their first Board meeting, advised that items 27 and 35 had been removed from the agenda and advised members that the meeting was being recorded. The Chair flagged that it was a busy agenda, that several items had been considered and recommended by respective Committees and that he would be working the meeting on the basis that all papers have been read. Mrs S Rix opened the meeting with a prayer that included reference to the recent passing of Professor Mary Hallaway OBE.

Declaration of Interest:

7264 Mr B McCarthy and Mr M Holden declared an interest in item 26 Committee Chairs Appointment report. **Noted**

Minutes of Last Meeting

7265 The minutes of the meeting held on 18 May 2022 were confirmed as an accurate record. **Approved**

Matters arising, including progress on action log from previous meetings

7266 The Vice-Chancellor (VC) reported on the Cathedrals' Group meeting with Government regarding ITT (item 7230) and made reference to his brief notes and re-assurance from the meeting that had been shared with members earlier that morning.

7267 The table of actions (paper G 22/57) was reviewed and noted. **Noted**

Chair's Report

7268 **Received** a report from the Chair of the Board of Governors (paper G 22/58) providing an update on key activity undertaken by the Chair since the last meeting.

7269 The Chair expanded on the unsuccessful recruitment of a Pro Vice-Chancellor (Enterprise and External Engagement) and agreed plans for an interim appointment for five/six months until a permanent appointment is made, the successful appointment of the Chief Operating Officer/Executive Director of Operations and Sustainability (Joanna Hynes) and the Director of Finance & University Secretary (DFUS) expanded on the background to **Approved**
Approved

the proposed non-consolidated award to all staff in the July payroll on basis of the University's strong financial position.

7270 The Board questioned the reasons behind the unsuccessful PVC recruitment and panel members fed back on candidate drop out and on how the scores had not met the appointment threshold.

7271 The Chair also reported on recent communications regarding a proposed change to the 2022-23 Committee membership with Ms R Collins being a member of Audit Committee.

Approved

7272 The Board noted the Chair's report.

Noted

PERFORMANCE

Health & Safety Update (Reporting by Exception)

7273 **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 18 May 2022.

7274 The Board noted the verbal report.

Noted

Ms J Dodd (Director of Marketing, Communication and Recruitment) joined the meeting

Student Recruitment 2022/23

7275 **Received** a report from the Director of Marketing, Communications & Recruitment (DMCR) which provided a summary of the University's core student recruitment position as at 27 June 2021 (paper G 22/59).

7276 The DMCR reported on undergraduate recruitment (covering current position, market insight, planned activity – conversion July-September, planned activity – clearing) and post graduate recruitment.

7277 The Board discussed the drop in acceptances and correlation with unconditional offers, the reasons behind the drop in firm acceptances, delays within postgraduate recruitment processes (increase in applications but less offers), the behaviour of the market resulting in what will be a busy conversion and clearing period, where the challenges were coming from (competition from other institutions, reputation and location), discussed demand for specific courses and queried what would be on management's wish list in order to deliver improved recruitment over the summer.

7278 The VC commented on work in hand to address recruitment which includes, the need to make the courses more attractive in league table terms, LTU's 'closeness to market', the need to continually review the curriculum, the need to make LTU distinct in its offer and the Student Governor commented on the profile of LTU in London and down south from her own experience (which included going through Clearing). It was agreed that the student recruitment issue would be the subject of a further report at the next meeting.

DMCR

7279 The Board discussed the university's approach in keeping on top of what is being shared in social media and issues to do with supporting progressive student social media content, how data was being used to inform trends and recruitment work in light of anticipated school achievement rates, the need to drive the city centre development to address recruitment pressures, the attraction of Leeds as a student location for students from the south, the impact of franchised partnership work, role of teachers in influencing school students towards Russell Group universities and consultancy support to review the role of social media (as the key route to market) and branding - with the support of Ms K Howard-Matthews and Ms A Wilson.

7280 The Board noted the report.

Noted

Ms J Dodd left the meeting and Ms E Reed joined the meeting.

VICE-CHANCELLOR'S REPORT & STRATEGIC PLAN

Vice-Chancellor's Report

7281 **Received** a report from the Vice-Chancellor (VC) (paper G 22/60) that outlined key work since the last meeting on 18th May and referred to the detailed report on BoardPacks (via embedded link).

7282 The VC reported on the published NSS headline overall satisfaction rate which has risen from 66% in 2021 to 80% in 2022 (2022 sector average - 76%) and the Board congratulated the Pro Vice-Chancellor for Education & Experience (PVC), management and all staff on the improved performance, made reference to the detailed briefing that would be made available to members by the end of the day and the discussion session for member at 5.30pm on the 7th July via Teams.

VC

7283 The Board discussed the collaboration behind continual improvement to date, the need to consolidate and build on the improved position, reflected on the framework that has been put in place to improve student satisfaction, how academic and professional services staff have stepped up to address the NSS satisfaction rate and the messages that can now be used in marketing terms. The Board requested that a discrete communication be put to all staff congratulating them on the achievement and thanking them for their work to address NSS performance.

VC

7284 The VC reported on transparency in advertising – guidance for universities, immigration – student visa applications, ethnicity degree award – closing the gap, successful Ofsted monitoring inspection of Leeds School Centred Initial Teacher Training (SCITT), research funding – Horizon Europe, Chief Operating Officer/Director of Operations and Sustainability appointment, Centre for Apprenticeships, Work-Based Learning and Skills (CAWBLS), global engagement, graduate outcomes and enterprise and on research.

7285 The VC expanded on transparency in advertising – guidance for universities in terms of employability and continuation rates of courses being included in information for prospective students, the recent letter to HE VCs from the HE Minister and how it had been received by the sector and degree classifications (grade inflation) in light of recent years no detriment policy.

7286 The Board discussed the HE Minister's letter and implications for race equality charter status and freedom of speech, considerations at AASEC on grade inflation issues and the management challenges involved with the lack of coherent policy on HE.

7287 The Board noted the Vice-Chancellor's Report.

Noted

Business Case Update

7288 **Received** a report from the Deputy Vice-Chancellor (DVC) and the Pro Vice-Chancellor for Education & Experience (PVC) (paper G 22/61).

7289 The DVC reported on the RAG rated progress of the business case developments in relation to the city centre move (considerations of which would be covered under the following item), developments in health and life sciences (green) and construction and built environment (amber).

- 7290 The Chair discussed a communication from Mr P Southern that would be shared with management to assist with health and life sciences developments and successful recent staff recruitment to support business case developments.
- 7291 The Board discussed the need to carefully manage interim staffing arrangements with students, considerations and implications arising from changes in delivery locations, the work of the programme Board, the need to keep on top of securing appropriate placements (without necessarily collaborating with other HEIs as part of risk considerations) with the support of Mr P Southern and Mr B McCarthy and the Board requested a formal report on placement issues in due course as a key issue. **DVC**
- 7292 The Board discussed the tie in with student demand in relation to occupational demand (particularly for health and life sciences), reflected on previous considerations at the Development Day in March and discussed student support and experience for mature students and students on work based learning courses.
- 7293 The Board noted the report. **Noted**

Leeds City Centre Report

Leeds City Centre – Approval to Proceed

- 7294 **Received** a report from the Director of Finance & University Secretary (DFUS) (paper G 22/62a).
- 7295 The DFUS reflected on the rationale for the green RAG rating for the City Centre development and reported on the background, Trevelyan Square, heads of terms, updated cost assumptions and financial evaluation and next steps.
- 7296 The DFUS expanded on the key sticking points as presented in the report, reported on latest communications regarding length of lease and expanded on the prudent approach to student numbers that underpinned the updated financial assessment.
- 7297 The Board discussed the latest position with negotiations on VAT implications on refurbishment and re-fit costs, specialist purpose vehicle status and the possible need to consider engaging a specialist VAT consultant to support LTU's position and negotiations (through legal advisers). **DFUS**
- 7298 The Board discussed the need for more detailed sensitivity analysis involved with student recruitment and costs in due course, the financial plans that underpin the payback period in line with the proposed terms of the lease and discussed the strength of the LTU negotiating position in relation to square foot rate and covenant. **DFUS**
- 7299 The VC welcomed the level of detail and interest from members and reflected on opportunity costs and risks involved with 1 Trevelyan Square in light of the student experience the building offered.
- 7300 The Board discussed previous options appraisals with regard to comparative costs involved with taking floors as opposed to a whole building and the key need to secure the most appropriate location for the best student experience and environment possible.
- 7301 The Board: **Approved**
- Approved proceeding to complete negotiations to enter into a lease for 1 Trevelyan Square, subject to delegating approval of the final Heads of Terms to the F&R Committee and the Chair of the Board, and to authorise the Director of Finance and University Secretary to sign the Heads of Terms on behalf of the University.

- Approved proceeding to arrange a Bank Guarantee from Barclays covering one year of occupational costs with respect to 1 Trevelyan Square and to authorise the Director of Finance and University Secretary to sign such documentation as may be necessary on behalf of the University. **Approved**
- Approved proceeding to enter into an Agreement to Lease in respect of 1 Trevelyan Square, subject to approval from the Chair of the Board and Chair of Finance and Resources Committee, and to authorise such number as may be required to sign the Agreement to Lease from among the Director of Finance and University Secretary, the Vice-Chancellor and the Clerk to the Board. **Approved**

Leeds City Centre – Trevelyan Square Briefing

7302 **Received** a report from the Director of Academic Strategy & Resourcing on the location, and layout of the building which provided maps, images and layout details (paper G 22/62b).

7303 The Board noted the report. **Noted**

ACADEMIC ASSURANCE & STUDENT EXPERIENCE

Academic Assurance & Student Experience Committee: Unconfirmed minutes of the meeting held on 9 June 2021

7304 **Received** the unconfirmed minutes of the meeting held on 9 June 2022 from the Chair of Academic Assurance & Student Experience Committee (AASEC) (paper G 22/63).

7305 The Chair of AASEC reported on the key points from the 9 June meeting covering student mental health and well-being, academic assurance, commented on the value of the Committee in its first year and thanked the Executive for their support.

7306 The Board discussed the nature of the requirements under condition B3, which includes a requirement to drill down to programme level and the assurance with the nature of the changing student profile.

7307 The Board noted the minutes of the AASEC meeting held on 8 June 2022. **Noted**

Learning, Teaching & Academic Experience Strategy

7308 **Received** the final draft of the Learning, Teaching & Academic Experience Strategy from the Pro Vice-Chancellor for Education & Experience (PVC) (paper G 22/64).

7309 The PVC presented the strategy for approval as recommended by AASE Committee (minutes 153-163 apply) and reported that the strategy had the student voice at its heart, represented LTU as a career led university and was a curriculum framework for social justice.

7310 The Board questioned as to how six-month sprints would work to deliver the strategy (the PVC made reference to the learning from the recent pandemic work) and the Board discussed the role of students in evaluating the progress of the strategy.

7311 The Board of Governors approved the Learning, Teaching & Academic Experience Strategy. **Approved**

Academic Portfolio Review

7312 **Received** a report from the Deputy Vice-Chancellor (DVC) (paper G 22/65).

- 7313 The DVC commented on Phase 1 work and reported on the work of the Portfolio Efficiency and Student Experience Task and Finish Group, his verbal report to AASEC, the activities of the Group, the recommendations of the Group, next steps and risks and challenges.
- 7314 The VC commented on previous Board considerations in relation to growth of courses and the review of existing programmes, which will impact on some staff and involve work with the unions.
- 7315 The Board queried the nature of the recommendations from the working group. The VC commented that the report evidenced work in progress and the DVC referred to recommendation three and how specific recommendations would come to Board.
- 7316 The Board reflected on the risks and challenges involved with pending work, the nature of the consultation with unions (which is involving the Director of Human Resources (DHR)) and the need to follow the change management policy.
- 7317 The Board was then updated with more NSS information (LTU ranked 2nd with competitor institutions for overall satisfaction and joint first for all regional institutions for overall satisfaction).
- 7318 The Board noted the report. **Noted**

FINANCE & RESOURCES

Finance and Resources Committee: Unconfirmed minutes of the meeting held on 8 June 2022

- 7319 **Received** the unconfirmed minutes of the meeting held on 8 June 2022 from the Chair of Finance & Resources Committee (paper G 22/66).
- 7320 The Chair of Finance and Resources Committee reported on the key points from the 8 June meeting covering pending reports and the renewal of the West Yorkshire Police contract (the Board formally congratulated all involved with the WY Police contract extension).
- 7321 The Board noted the minutes of the Finance & Resources Committee meeting held on 8 June 2022. **Noted**

Ms A Torn left the meeting

Future Financial Planning

- 7322 **Received** a report from the Director of Finance & University Secretary (DFUS) (paper G 22/67). The report had been discussed by the Finance & Resources Committee at its meeting on 8 June.
- 7323 The DFUS reported on background, January OfS financial overview, updates to the income and expenditure position, capital and funding per OfS forecast, capital and funding update, risks and opportunities, sensitivity analysis, key financial indicators and that the paper had been considered and noted by F&R Committee on the 8 June (minutes 8265-8273 apply).
- 7324 The Board discussed the possible inclusion of allocation of staff costs by income stream to increase visibility on none core activity, which was confirmed does happen but is not a feature in the report under question.
- 7325 The Board noted the report. **Noted**

Draft Recurrent Budget

- 7326 **Received** the draft recurrent budget for 2022/23 as recommended by the Finance & Resources Committee (paper G 22/68).
- 7327 The DFUS reported on overview, assumptions, analysis by area of activity, income, expenditure, student union subvention, risks and opportunities and that the paper had been considered and recommended by F&R Committee on the 8 June (minutes 8274-8280 apply).
- 7328 The Board discussed the financial planning implications arising with staff recruitment challenges and the Student Governor updated members on the pending SU Strategic Plan (linked to subvention considerations).
- 7329 The Board approved the recurrent budget for 2022/23. **Approved**

Draft Capital Budget

- 7330 **Received** the draft capital budget for 2022/23 as recommended by the Finance & Resources Committee (paper G 22/69).
- 7331 The DFUS reported on the summary, information services capital, estates capital and that the paper had been considered and recommended by F&R Committee on the 8 June (minutes 8281-8285 apply).
- 7332 The DFUS flagged subsequent considerations and proposals in the paper regarding capital project approval levels.
- 7333 The Board approved the capital budget for 2022/23. **Approved**
- 7334 The Board approved the following changes to capital approval levels:
- Amount requiring F&R approval increased from £250k to £400k
 - Amount requiring Board approval increased from £500k to £1m
 - Note – any contingency available under Chairs action for F&R approval is to be within the £1m F&R limit and not additional to it.
- Approved
Approved
Noted**

Mr J Hawsworth (Director of Human Resources) joined the meeting.

People & Culture Strategy

- 7335 **Received** the final draft People & Culture Strategy as approved by the Finance & Resources Committee from the Chief Operating Officer (COO) (paper G 22/70).
- 7336 The COO and Director of Human Resources (DHR) presented the People and Culture Strategy for approval as recommended by F&R Committee (minutes 8309-8316 apply) and commented on updates following comments from F&R and changes to the wording on high performance learning.
- 7337 The Board discussed work on KPIs that are being worked up and would be included and consulted on with the Chair of F&R. **DHR**
- 7338 The Board referenced work in the health sector in relation to staff well-being and the direct correlation with the patient experience and that this compares to the strategy and student experience.
- 7339 The Board discussed the focus on recruitment rather than employment, how management will be assessed on the delivery of the strategy and requested that the use of the term 'pre-condition' on page 10 regarding health and learning gain is revised. **DHR**

- 7340 The Board noted the People & Culture Strategy and requested that it is re-submitted to F&R Committee for approval (following comment and agreed changes from F&R and Board considerations). **Noted**

Mr J Hawksworth left the meeting

GOVERNANCE & NOMINATIONS

Governance & Nominations Committee: unconfirmed minutes of the meeting held on 16 June 2022

- 7341 **Received** the unconfirmed minutes of the meeting held on 16 June 2022 from the Chair of Governance & Nominations Committee (paper G 22/71).
- 7342 The Board noted the minutes of the Governance & Nominations Committee meeting held on 16 June 2022. **Noted**

Articles of Association Report

- 7343 **Received** a report from the Clerk to the Board of Governors (paper G 22/72).
- 7344 The Clerk reported on the driver for the change in relation to practice at Newman and St Mary's universities (as flagged in Dr J Gray's report "Rock of Ages of House of Cards? The future of the Cathedrals Group Universities"), on legal advice from Eversheds, that the proposed additional clause to articles regarding the faith of the VC does not breach trust and does satisfy the occupational requirement exception (given the precedent set by item 20.1 of St Mary's and item 15.2 of Newman Universities articles) and reported on subsequent communications from the Privy Council.
- 7345 The Clerk commented that the matter was not for formal approval at this stage but was for discussion.
- 7346 The Board queried the driver and wording for the proposed change to article 14.1 and the Clerk reported that the driver for the change would be outlined in more detail when the proposal comes back to Board for formal approval (subject to consultation).
- 7347 The Board considered and noted the proposed amendments to Articles (as supported by Bishop Marcus, the Board Chair and Vice-Chancellor) and requested that the revisions are consulted on with CES, the Congregation, Student's Union, University Unions and on the University Website prior to any formal resolution to approve. **Noted**
Clerk

Committee Chairs Report

- 7348 **Received** a report from the Clerk to the Governors (paper G 22/73).
- 7349 The Clerk reported on the process for the appointment of Chairs to Committees, that Ms T Smith was recommended as Chair for F&R, Mr M Holden for Chair of Audit and Mr B McCarthy for ASSEC and that interviews for the role of Chair for G&N Committee would be taking place on 11th July and subject to approval via written resolution over the summer.
- 7350 The Board approved Ms T Smith as Chair for F&R, Mr M Holden as Chair of Audit and Mr B McCarthy as Chair ASSEC for three years from 1st August 2022. **Approved**

Board & Committee Membership & Terms of Reference 2022/23

- 7351 **Received** a report and the Board & Committee Membership & Terms of Reference 2022/23 (paper G 22/74).

7352 The Clerk reported on consideration of Committee's terms of reference by each respective Committee at the end of their final meeting for the academic year.

7353 The Board approved the Board & Committee Membership & Terms of Reference 2022/23. **Approved**

AUDIT

Audit Committee: Unconfirmed Minutes of the meeting held on 22 June 2022

7354 **Received** the unconfirmed minutes of the Audit Committee meeting held on 22 June 2022 (paper G 22/75).

7355 The Chair of Audit Committee reported on the key points from the 22 June meeting covering changes on risks and advised members of Committee's approval of the appointment of UNIAC as internal auditors from 1st August 2022.

7356 The Board noted the minutes of the Audit Committee meeting held on 22 June 2022. **Noted**

The Chair advised members that he was taking any other business before the reserved matter.

Any Other Business

Board Chair & Members Surveys

7357 The Clerk advised members that a discussion session on the NSS briefing (that would be shared later that day) is taking place at 5.30pm on 7th July and that Board performance and Member Performance surveys would be issued to 2021-22 Board members and current members that would be continuing in 2022-23 respectively by the end of the week. **Clerk**

7358 The Board noted the verbal notification **Noted**

Date of next Meeting

7359 Wednesday 19 October 2022 at 10.00am. **Noted**

7360 Before moving on to the reserved matter the Chair of the Board gave thanks to Ms E Richards, Mr A Grills, Mr R Marchant, Ms J Andrew and Mr A Gilliland (who were resigning from the Board on 31st July 2022) for their significant work to the governance of LTU (whilst recognising that Mr R Marchant was returning as a Co-opted Committee members to assist with the transition of the F&R Chair role). The Chair gave a brief breakdown of members time on the Board and Committees and a token of appreciation was given. **Noted**

7361 The Chair also gave thanks to Mr P Dixon who has been with LTU as COO since September 2017 and who is leaving LTU at the end of July to take up a new role at Lancaster University.

7362 VC gave a vote of thanks to leaving members from the Executive for their commitment, passion, dedication and critique and thanked the COO for his support and significant work across a large portfolio.

The VC, Executive and observers withdrew from the meeting

RESERVED MATTERS

7363

[Redacted]

7364

[Redacted]

7365

[Redacted]

Meeting closed at 13:00

