

**Leeds Trinity University
Board of Governors**
Minutes of the meeting of the Board
Held on 21 March 2024 at 9.00am at Hawksworth Suite, Hollins Hall Hotel, Baildon
Minutes – 8226-8285

Present: Mr J Hanley (Chair), Mr L Bentley, Professor C Egbu (Vice-Chancellor), Ms T Ford-Escobar, Fr P Grogan, Ms S Hogston, Mr M Holden, Ms K Howard-Matthews, Mr R Maposa, Mr B McCarthy, Ms S Milnes, Ms C Nursaw, Ms E Reed, Bishop M Stock, and Ms A Wilson.

In attendance: Prof M Arif (Pro Vice-Chancellor for Enterprise & External Engagement), Mr D Butcher (Director of Finance & University Secretary), Ms S Clarkson (Executive Director of People & Culture), Ms C Fieldhouse (Students' Union Observer), Ms J Green (Clerk Designate and minute clerk), Ms J Hynes (Chief Operating Officer), Prof C O'Connor (Pro Vice-Chancellor for Education & Experience), Mr J Potter (UCU Observer), Mr C Williams (Clerk to the Board of Governors & Company Secretary)

Apologies: Prof D Kobzev, Mr K O'Connor, Mr D Oldroyd, Mrs S Rix, Dr L Shand (UNISON Observer), Mr V Sharma, Ms T Smith, Prof M Todd (Provost & Deputy Vice-Chancellor)

Action
OPEN SESSION
Welcome & Opening Prayer

The meeting opened at 10.45 with a prayer led by Bishop Marcus. The Chair welcomed members and confirmed the meeting was quorate. He said he would run the meeting on the basis that papers had been read.

DECLARATIONS OF INTEREST

8226 There were no declarations of interest. **Noted**

PRELIMINARY ITEMS
Minutes of Last Meeting

8227 **RESOLVED:** To approve the minutes of 22 February 2024 as an accurate record, subject to adding Ms C Fieldhouse to the attendance list. **Resolved**

MATTERS ARISING, INCLUDING PROGRESS ON ACTION LOG FROM PREVIOUS MEETINGS

8228 **Received:** Board action log (G 24/14).

8229 The first element of action 2 was not yet due and the second had been postponed.

8230 The staff 'pulse' survey data had been circulated for information (per action 4) but would not be discussed until the outcomes were shared with staff and further analysis was done.

8231 **RESOLVED:** To clear all actions from the action log, except for action 2. **Resolved**

CHAIR'S REPORT

8232 **Received:** Chair's update on key activity since the previous meeting (G 24/16).

8233 The Chair presented his report and the Board noted as follows:

Noted

- The University had met the Office for Students ("OfS") deadline for submission of documents, thanks to the hard work and responsiveness of various staff teams;
- The new Partnerships Committee would meet on 26 March;
- Following consultation with Governors and the OfS (which had made no comment), the Bradford College validation partnership would be exempt from the general moratorium on progressing new partnership arrangements;
- The University Seal was applied to the 1 Trevelyn Square lease agreement on 28 February;
- Current Clerk Designate Ms J Green ("CD") would take over from Mr C Williams as Clerk to the Board & Company Secretary on 1 April 2024.

COMPLIANCE

Health and Safety Update (reporting by exception)

8234 **Received:** A verbal assurance from Ms J Hynes, Chief Operating Officer that, having made reasonable enquiries, she had no material health and safety issues to report.

Noted

VICE-CHANCELLOR AND STRATEGIC CONSIDERATIONS

Vice-Chancellor's Report

8235 **Received:** Vice Chancellor's report from Prof C Egbu, Vice-Chancellor ("VC") (G 24/17)

8236 The VC presented his report and the Board noted as follows:

Policy Context and External Factors

- Despite sector lobbying, the policy landscape was expected to remain challenging;
- National measures had been announced following a rise in antisemitic and Muslim hate incidents in response to events in the Middle East. The University was maintaining a zero-tolerance policy and would provide support for anyone affected;
- The recent High Court ruling surrounding the death of University of Bristol student Natasha Abrahart had implications for the anticipatory nature of reasonable adjustments for students with disabilities, the link with competency standards and university policies and staff training. The Academic Assurance & Student Experience Committee ("AASEC") would be briefed in more detail in due course;
- There was no mention in the Spring Budget of defunding Level 7 apprenticeships;
- According to new data, there was high interest among 16-26 year olds in a career in healthcare. With its new Nursing programme and the recent accreditation of the BSc Biomedical Sciences programme, the University was well positioned to meet demand;
- A review was underway of international recruitment practices by UK universities. The sample group did not include Leeds Trinity.

Leeds Trinity Updates

- A key priority for the University was its response to the OfS investigation. An external team had been engaged to support this work;
- The in-house National Student Survey had closed with a completion rate slightly below previous year. Eight out of 21 programmes met the threshold for publication of programme-level results. The national results were expected in August 2024;

- Significant work was in progress to arrest declining continuation rates. The AASEC had oversight of this.

Staff Pulse Survey Feedback

8237 **Received:** Data from the staff 'pulse' survey from Ms S Clarkson, Executive Director of People and Culture (G 24/14).

Leeds Learning Alliance: Annual Report and Strategic Update

8238 **Received:** The 2023 annual report and accounts of limited company the Leeds Learning Alliance ("LLA") together with a cover report from the Vice-Chancellor (G 24/17).

8239 The University was a member of the LLA and the Board received its accounts and annual report in that capacity.

8240 It was agreed that membership of the charitable company LLA continued to be in the University's interests, especially given the relatively low costs involved. The two charities were strongly aligned in terms of charitable purpose and mission.

Catholic Mission Sub-Strategy Development Report

8241 **Received:** The proposed Catholic Mission sub-strategy and an accompanying report from the Director of Catholic Mission Dr Ann Marie Mealey ("DoCM") (G 24/18).

8242 The DoCM presented the draft sub-strategy, elaborating on the careful approach the Directorate had taken to clarify the connection between the University's Catholic foundations and values and its mission and vision. Given the institutional commitment to widening opportunity and access, a key goal had been to ensure the broadest possible inclusion and engagement of the University's diverse range of stakeholders.

8243 The Board welcomed the new sub-strategy, agreeing that the University must continue to live out its Catholic mission and values, remaining faithful to the vision of its founders, but also connecting with new generations, with commitments to ethical leadership, environmental impact, and respectful relationships for example. A governor commented that the sub-strategy document spoke compassionately and was capable of being embraced by stakeholders of all faiths and backgrounds.

8244 A governor asked how the sub-strategy would influence the University's programme portfolio, i.e. how would the Catholic mission factor in decision-making about what programmes should be developed? The DoCM shared examples of the Catholic mission being reflected in student engagement, lecture series, and course delivery, including some exciting opportunities that were developing in the international partnership space. She said the thrust of the sub-strategy, however, was to share and embrace Pope Francis's view of education as an expression of hope and his call for the Church to promote an inclusive education; it was not intended to go to a level of granularity around the design of the University programme portfolio. She said it was important to bear in mind that the overriding purpose of Catholic education was to contribute to human flourishing through education.

8245 The proposed performance measures and impact targets for the next two years were discussed and agreed to be appropriate.

8246 **RESOLVED:** To approve the Catholic Mission sub-strategy, including the Key Performance Indicators and related targets.

Approved

8247 **ACTION:** Consider as part of the next governance review how the Board reflects the Catholic ethos and how the Catholic Mission can enhance governance.

Clerk

Business Case for Partnership Work: The School of Business Management in Malta

8248 **Received:** A proposal from Pro Vice-Chancellor - Enterprise and External Engagement (PVCEEE) relating to an intended partnership (G 24/19).

8249 The Board considered the management recommendation that an exception be made for an existing partner to progress the opening of its School of Business Management Partnership in Malta. Following discussion, it was agreed that a persuasive case had not yet been made and that the project should remain paused for the time being.

8250 **ACTION:** Seek legal advice to clarify whether the University has any potential liability to the Scholar School System, notwithstanding that contracts have not yet been agreed.

PVCEEE

ACADEMIC ASSURANCE AND STUDENT EXPERIENCE

AASEC: Verbal report from the 14 March 2024 meeting

8251 The Chair of AASEC updated the meeting on the business conducted on 14 March. The key message was that the Institutional Quality Report had raised concerns about declining standards, especially in the partnership provision. The University was projecting that it would dip below the OfS minimum B3 condition thresholds for continuation and completion over the next four years, which could potentially have serious implications. The Committee was closely monitoring.

8252 **NOTED:** The advice from the AASEC Committee.

8253 **ACTION:** To circulate the draft AASEC minutes and Chair's report once confirmed.

CD

Annual Quality Report*

8254 **Received:** The Annual Institutional Quality Report (G 24/20)

8255 The Pro Vice-Chancellor for Education & Experience Prof C O'Connor ("PVCEE") echoed the advice of the AASEC Chair and said there would be intensive tracking and monitoring in year. She said, while discussing the Annual Institutional Quality Report's findings in respect of the quality of academic governance, the AASEC had touched on the challenge of effectively presenting complex data and bringing academic governance processes to life. The Committee would receive further assurance in this regard.

8256 A governor commented on the AASEC remit, remarking that it had limited delegated authority. The governor referred to the risk of academic matters being discussed by governors in silos, with Audit Committee monitoring academic risks, and Finance & Resources Committee ("F&R") making decisions about bursaries for instance. It was noted that committee self-assessments would take place in June.

8257 There was discussion about comparator data. PVCEE said while some data was available, the more substantial, meaningful data was internal data sets, and other providers would not normally share these.

Global Engagement Strategy (from AASEC) (Deferred from November Meeting)

8258 **Received:** An assurance report on the University's preparedness for significant growth in international student numbers (G 24/21)

8259 The PVCEEE introduced the report, reminding the Board that the University's current international student portfolio was not competitive, hence the decision to invest significant additional resource to ensure:

- student satisfaction;

- adherence to the OfS B conditions;
- sector reputation;
- increased future enrolments and conversion rates; and
- leaner processes.

8260 A table on p5 of the report detailed the forecasted (incoming) overseas fee-paying students and TNE students (based overseas) for the forthcoming five years. The Board noted that the ambition was to grow the cohort many times over, over the next five years.

8261 The report outlined the systems and processes already in place, or currently in planning, to deliver and support the anticipated growth, taking account of the cohort's particular and specific needs. The PVCEEE said some support mechanism gaps were discussed in detail in the appendix to his report, together with an update on, and an outline of, the plans for improvement.

8262 The PCVEEE said it was imperative to put resource into ensuring student satisfaction among international students. They typically had a strong work ethic and were self-motivated and academically able, but their experience could be severely impacted by a lack of cultural sensitivity, particularly on the part of academic tutors and lecturers. Staff training and communication of expectations were key controls for the risks of low retention and attainment.

8263 In discussion, the Board agreed that the report provided good assurance that the University had a good understanding of international students' experience and needs, and that a development plan was in place, with work in progress to ensure that the systems, services and processes needed to meet their needs were present, effective, and could be scaled up at pace as the cohort grew. It was noted that the AASEC would continue to monitor the implementation of the plan and related risks.

8264 **NOTED:** Progress on the Global Engagement Strategy.

Noted

FINANCE AND RESOURCES

Finance & Resources Committee: Unconfirmed minutes from the 6 March 2024 meeting

8265 **Received:** The unconfirmed minutes of 6 March 2024 and a report from the F&R Chair (G 24/22)

8267 The minutes and report from the F&R Committee were received and its advice was noted. The report included an update on the capital project in the City Centre, which was progressing albeit slightly delayed.

8268 The F&R Committee had discussed future financial planning and its report identified the need for strategic discussions in light of the risk environment around partnerships and the worsening funding position generally.

8269 A robust discussion had taken place about staff costs. The Committee had requested an assessment of anticipated future staff costs to inform the 2024-25 budget and had discussed a possible need for a productivity measure based on staff to student ratios. There was raised concern regarding the core business operating at a deficit and exceeding agreed budgets for academic and academic services staff pay.

8270 **NOTED:** The advice and other items of report from the F&R Committee.

Noted

11.50 Independent Governor Mr M Holden left the meeting.

Future Financial Planning*

- 8271 **Received:** A scenario planning paper from the Director of Finance and University Secretary (“DFUS”) (G 24/23)
- 8272 DFUS said, since he wrote his paper, the bank had decided to press pause on the application for a revolving credit facility, so this would be taken out of the equation for now. He said the University would manage adequately without it, with the atrium capital project on hold.
- 8273 The Board considered the hypothetical scenarios and related risk profiles explored in the paper, agreeing that it may be time to revisit its overall vision and risk appetite and perhaps slightly alter the shape of the business. It discussed the current financial position, in particular the funds available to confront immediate uncertainties. While the risk of the Student Loans Company withholding or pausing a scheduled payment was deemed unlikely, it was comforting to know that the University could weather the storm if necessary.
- 8274 The challenge around recruitment to campus-delivery programmes was highlighted as a key concern, as was the poorly controlled risk of student non-continuation, which was costing upwards of £3m per annum.
- 8275 A governor remarked that referring to on-campus provision as ‘core’ and the ‘partnership’ business as ‘ancillary’ was perhaps outdated and could give the impression the partnership work was marginal, when in fact, the partnership provision was highly important and was set to soon exceed the size of the on-campus provision. This was agreed.
- 8276 A governor asked whether the Board should consider a deficit budget. DFUS said this would depend on risk appetite, but he would advise against it, particularly as it could result in a loss of confidence for key stakeholders.

AUDIT

Audit Committee: Verbal report from the 13 March 2024 meeting

- 8277 In the absence of the Chair of Audit Committee, the CD updated the meeting on the business conducted on 13 March, highlighting that an internal audit review of the processes to manage suppliers of IT software and related services had yielded a ‘Limited assurance’ opinion (the second lowest level of assurance). CD said the Audit Committee would closely monitor the implementation of mitigating actions.
- 8278 The Committee had also agreed to notify the Board that the University’s risk exposure as reflected in the strategic risk register was very high, with ten risks above risk appetite at the residual level, five having increased to above risk appetite since November. CD said the Committee understood that the increased risk level mainly related to the OfS investigation.
- 8279 **NOTED:** The advice of the Audit Committee. **Noted**
- 8280 **ACTION:** To circulate the draft Audit minutes and Chair’s report once confirmed. **CD**

ITEM FOR INFORMATION OR NOTING ONLY

Portfolio Review* (From AASEC)

- 8281 **Received:** A report from the Provost & Deputy Vice-chancellor (PDVC) which provided assurance that proposed changes to the academic portfolio aligned with the educational character, strategy and mission (paper G 24/24).

8282 The Board discussed the Portfolio Review report and no concerns were raised.

8283 It was agreed that the approval of the accreditation of the BSc (Hons) Biomedical Science programme by the Institute of Biomedical Science provided strong assurance around academic quality in that area.

ANY OTHER BUSINESS & DATE OF NEXT MEETING

8284 Date of the Next Meeting: Wednesday 15 May 2024 at 4.00pm (room AG 55)

8285 There was no other business.