

**Leeds Trinity University
Board of Governors**

Minutes of the meeting of the Board held on 29 November 2023 at 4.00pm on campus.

Minutes 7998 – 8106

Present: Mr K O'Connor (Vice Chair), Professor C Egbu (Vice-Chancellor), Mr M Holden, Fr P Grogan, Prof D Kobzev, Mr R Maposa, Ms S Milnes, Ms C Nursaw, Mrs S Rix, Mr V Sharma, Bishop M Stock, Ms A Wilson, Ms S Hogston, Mr B McCarthy and Mr D Oldroyd.

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

Apologies: Ms T Smith, Mr J Hanley, Mr L Bentley, Ms L Shand (Unison), Ms K Howard-Matthews, Ms T Ford-Escobar and Ms E Reed.

Welcome & Opening Prayer

The Vice Chair opened the meeting and reported that he would be chairing the meeting in the Chair's absence. The meeting Chair welcomed members to the meeting, welcomed Mrs S Clarkson to meeting, welcomed Ms K Lister, Ms J Green and Ms N Williams as observers, commented that it was a busy agenda and a large pack, however a number of items had been considered by and recommended by the respective Committee and congratulated Prof C O'Connor on passing her viva recently. The meeting Chair advised all that there was a reserved matter at the end of the agenda when observers will be requested to leave the meeting, advised members that he would run the meeting on the basis that papers have been read and the meeting opened with a prayer led by the Fr Grogan.

Action

Declaration of Interest

7998 The VC, Executive and Clerk declared an interest in the reserved matters and would withdraw from the meeting. **Noted**

Minutes of Last Meeting

7999 The minutes of the meeting held on 18 October 2023 were confirmed as an accurate record. **Approved**

Matters arising, including progress on action log from previous meetings

8000 Received the Board action log (paper G 23/76) and noted the progress made against the actions identified in the log.

8001 The Clerk flagged that the second matter under item 7917 was covered at the end of the VC report (page 91 of the pack) and the DFUS commented that the recruitment by programme detail is included within the data set supporting the Student Recruitment Report on the November agenda (item 7965).

8002 The Board reviewed and noted the table of actions. **Noted**

Chair's Report (incl. actions from Chairs & Exec Meeting)

8003 Received a report from the Chair of the Board of Governors which provided an update on key activity undertaken by the Chair since the last meeting (paper G 23/77)

8004 The meeting Chair made reference to the Chairs and Executive meeting on 17th November (which covered NSS Update, Staff Survey- engagement meetings and progress, Israel and Gaza Conflict- Student & Staff at LTU, the pending meeting with the OfS in London, progress with city centre campus and Horsforth estates work, comments from Audit Committee on annual accounts and the pending membership skills priority) the notes from which were attached to the report.

8005 The VC expanded on the background to and context for the OfS inviting the Chair of the Board and VC to discuss partnership arrangements on 14th December and that a report back to members would be circulated after the meeting in December. **VC & Board Chair**

8006 The Board noted the Chair's Report **Noted**

PERFORMANCE

KPIs - Full Performance Indicators Set

8007 **Received** the Key Performance Indicators 2022-23 report from the Director of Finance and University Secretary (DFUS) (paper G 23/78).

8008 The DFUS reported on a 'mixed' KPI RAG rated performance against each of the four pillars of the Strategic Plan.

8009 The Board noted the current performance of partners and (given plans to expand partnerships) queried how lessons were being learnt and applied with potentially new partners and the VC commented on the recent silver TES, areas for improvement in 'core provision (especially with regard to progression) and the need to drive such considerations and appropriate actions with current and potential with partners.

8010 The Board queried the performance with the relatively new careers passport development and the PVCEE commented on plans for the second year to address performance to date.

8011 The Board queried achievement gap (which was higher than 2022), and the drag on the institution as a whole from partners performance. The VC commented on LTU's focus on widening participation and the PDVC and PVCEE commented on work with partners on a toolkit to address performance with partners and some internal faculties (whilst commenting that it was a sector wide systemic issue). The VC also commented on how the issue impacted on student's sense of belonging and commented on the issues behind the large difference between Horsforth and non Horsforth students (as a possible cultural issue).

8012 The PVCEE made comment on how the issue will be driven under the new APP arrangements (including Governor engagement/involvement). The Board questioned how they may support work to address the gap and challenged management with how such matters may be more progressively considered through the Committee and Board (the VC made reference to considerations at AASEC).

- 8013 The Board noted the decline in performance and queried how management were monitoring and reviewing action. The PVCEE commented on internal actions and a slightly different approach for improving academic achievement with partners. The Board queried the level of scrutiny and the PVCEE and PDVC commented on work overseen by the internal academic standards committee (which was available to members through AASEC).
- 8014 The VC commented on the demographic of students and staff in partnership setting by way of contextualising the respective performance of private partners and the PVCEEE also commented on staff turnover in partnerships.
- 8015 The Board discussed feedback from Audit Committee on horizon scanning and challenged the Board on consideration of horizon issues particularly with regard to partnerships, so as to foresee some issues and the VC tied the point in to risk considerations, governance of partnership's business and possible pairing up staff across organisations. The DPVC commented on contingency plans and horizon issues with some partners moving into Europe.
- 8016 The Board queried how often such KPI are reported, the DFUS commented that it was annual but a mid-year basis was being considered and the Board requested a mid-year KPI report for the 15 May Board. **DFUS**
- 8017 The Board requested that consideration be given to re-visiting partnership issues at the Away Day in March. **Clerk**
- 8018 The Board considered and noted the Key Performance Indicators Performance 2022-23 and Strategic Plan Progress Update report **Noted**

Student Recruitment End of Cycle Report -2023 Entry

- 8019 **Received** a detailed year-end report on core activity from the Pro Vice-Chancellor for Enterprise & External Engagement (PVCEEE) (paper G 23/79)
- 8020 The PVCEEE apologised for the detailed report and made reference to the key data in table 1. The PVCEEE reported on introduction and sector outlook, recruitment summary, undergraduate and clearing, UCAS tariff, enrolment 5-year trend, portfolio, decliners survey results, 2023 recruitment campaign and conversion, competitors institutions, conclusions and recommendations, campaigns, paid advertising, social media, website, outreach and student recruitment events. The PVCEEE made comment on needs for 'pathways' and move to two intake models from 2024 for specific courses.
- 8021 The Board questioned franchised and apprenticeship recruitment which was not covered in the report and which could feature in future reports and the PDVC commented that additional apprenticeship recruitment was subject to bids.
- 8022 The Board questioned targets for undergraduate (target 1205 actual 1069) and the DFUS reported that the financial implications were covered by prudent budgeting and over recruitment elsewhere.
- 8023 The Board questioned the position with 'core students', discussed the association with tariff and progression, considered LTU's on-going commitment to widening participation and the associated balance issues as a strategic matter (issues such as widening partnership, lower tariff issues and financial implications).

- 8024 The Board requested that the matter is re-considered at the next meeting in a more considered manner with an appropriate Executive Summary that includes succinct analysis to support members considerations and discussions. **PVCEEE**
- 8025 The Board noted the Student Recruitment End of Cycle Report -2023 Entry report. **Noted**

Annual Student Progression & Retention Report

- 8026 **Received** a report from the Provost and Deputy Vice-Chancellor (PDVC) on progression and retention rates for 2022-23 (paper G 23/80)
- 8027 The PDVC reported on potential impact on students, key insights and issues for consideration and action.
- 8028 The PDVC made reference to work analysing the student profile at point of entry in order to identify pathways for support and reported on the increase in students with declared mental health issues.
- 8029 The Board queried the level of scrutiny that has been undertaken on progression and retention and management commented on academic review processes, AASEC considerations and Academic Board oversight and the Board questioned whether Deans had appropriate KPIs (which was confirmed).
- 8030 The PVCEE gave a brief summary of the issues and actions underpinning work on student progression and retention.
- 8031 The Board noted the Annual Student Progression & Retention Report **Noted**

STRATEGY

Vice-Chancellor's Report

- 8032 **Received** a report from the Vice-Chancellor (VC) (paper G 23/81) covering foundation years policy, disabled student allowance assessment changes and non-medical help in England and Wales, UCAS 2025 dates and deadlines consultation, universities powering the NHS: working together to deliver the NHS Long Term Workforce Plan [England only], Israel – Gaza conflict, lifelong learning entitlement, hardship fund, study support fund, student mental health support, colleague survey, research update, winter graduation, business case update (city centre and Horsforth campuses) and a comment for Audit Committee on the pending estates PMO audit.
- 8033 The VC expanded on issues and pressures across the HE sector with regard to the Israel – Gaza conflict and work at LTU to minimise the impact for students and staff and the DFUS updated members on progress with the city centre development and pending sign off of the lease.
- 8034 The Board queried the ransomware attack on the British library and any impact for LTU's research students (very little impact). The Board queried as to how many mental health first aiders the university had (40) and the PVCEE made reference to a recent event hosted by LTU (which included staff students and a minister) and issues to do with access to local external services.
- 8035 The Board discussed implications and impact on immigration and overseas students (currently 65 with plans to increase) resulting from recent policy announcements on immigration and the VC commented on policy, overseas students funding developments and work with agents to address issues.

8036 The Board noted the VC report. **Noted**

ACADEMIC ASSURANCE AND STUDENT EXPERIENCE

AASEC: unconfirmed minutes 16 November 2023

8036 **Received** a report from Chair of the Academic Assurance and Student Experience Committee (AASEC) covering items considered at the meeting with an embedded link to the full minutes (paper G 23/82).

8037 The Chair of AASEC reported that the key items considered were the NSS Outcome Action Plan (as delegated by the Board and which has been touched on at F&R and Audit Committees), Academic Assurance and Student Experience KPIs, Student Hardship and cost of living funding (for 2023-24), Student Voice Annual Report, Degree Outcomes Statement, Global Engagement Strategy and OfS Annual Accountability Return – Quality Assurance and that the last three items were on the Board agenda and are recommended to Board.

8038 The AASEC Chair touched on the culture of improvement around NSS and need to focus on less (but key) issues.

8039 The Board noted the report from the Chair of AASEC on the 16th November 2023 AASEC meeting. **Noted**

Annual Degree Outcome Statement (from AASEC)

8040 **Received** a report and Degree Outcomes Statement 2022-23 from the Provost and Deputy Vice-Chancellor (PDVC) (paper G 23/83) as recommended by AASEC.

8041 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 PDVC reported on assessment and marking practices, academic governance, classification algorithms, teaching practices and learning resources and reported on on-going actions that underpinned previous and current statements.

8042 The Board noted the report and approved the Degree Outcome Statement for publication on the University's website. **Approved**

OfS Annual Accountability Return – Quality Assurance

8043 **Received** the Quality Assurance – Annual Accountability Return from the Director of Academic Quality & Standards presented by the Provost and Deputy Vice-Chancellor (PDVC) (paper G 23/84) as recommended by AASEC.

8044 The PDVC reported that the paper sought to provide assurance to the Board of Governors that the University is compliant with regards to its regulatory obligations relating to academic quality and standards and that a second report on the Institutional Annual Quality Report would be presented to AASEC and Board in the second semester.

8045 The PDVC reported on quality and standards, responsibility for quality and standards, monitoring of quality and standards, quality enhancement / university action and concluded that: "On the basis of the information set out in this report and which will be expanded upon in the Institutional Annual Quality Report, the University is confident that the Board of Governors may give the necessary assurances in respect of the steps

the University takes to promote the continuous improvement of the student academic experience and of student outcomes and the reliability of degree standards.”

- 8046 The Board thanked the Interim Head of Academic Quality and Standards for the report and his work on quality and standards and approved the OfS Annual Accountability Return – Quality Assurance for publication. **Approved**

Prevent Update, incl. OfS Prevent Annual Return

- 8047 **Received** the Annual Prevent Return report for approval from the Chief Operating Officer (COO) (paper G 23/85)
- 8048 The COO reported on the OfS requirement on universities to submit an annual return of any incidents referred under the Prevent duty. The COO talked members through the annual return for 2022 – 2023, the two cases involved and reported that the return would be submitted to the OFS portal by December 2023.
- 8049 The Board approved the 2022-23 Annual Prevent Return for submission to the OfS and authorised the Vice Chair of the Board to sign off on the university’s behalf. **Approved**

UUK Statement on Programme Annual Review

- 8050 **Received** the UUK Statement on Programme Annual Review report from the Provost and Deputy Vice Chancellor (PDVC) which aimed to provide the Board with the assurance that the University’s approaches to annual review appropriately align with the UUK’s Framework for Programme Reviews and facilitate identification and action where ‘value’ or ‘quality’ may be a concern in relation to specific programmes (paper G 23/86).
- 8051 The PDVC reported on approaches taken in monitoring courses and programmes, assessment criteria, institutional governance and how actions are taken.
- 8052 The Board approved the statement for publication on the University’s website. **Approved**

FINANCE AND RESOURCES

Finance & Resources: unconfirmed minutes 8 November 2023

- 8053 **Received** a report from Chair of the Finance and Resources Committee (F&R), presented by the Vice Chair, covering items considered at the meeting on 8th November 2023 with an embedded link to the full minutes (paper G 23/87).
- 8054 The Vice Chair of F&R reported on items coming to Board for approval.
- 8055 The Board noted the report from the Chair of F&R on the 8th November 2023 F&R meeting. **Noted**

Annual Report and Financial Statements for Year Ending 31 July 2023

- 8056 **Received** the Annual Report and Financial Statements for the year ending 31 July 2023 as recommended by the Finance and Resources and Audit Committees and presented by the Director of Finance & University Secretary (DFUS) (paper G 23/88)
- 8057 The DFUS reported that the signatures would be changed to the Vice Chair of the Board for sign off on behalf of the Board and thanked management and staff on their work on the annual accounts and report.

8058 The Board approved the Annual Report and Financial Statements for the year ending 31 July 2023 for signing. **Approved**

Management Representation Letter

8059 **Received** the representation letter as recommended by the Audit Committee presented by the Director of Finance & University Secretary (DFUS) (paper G 23/89)

8060 The Board approved the representation letter for signing. **Approved**

Full Financial Forecast submission to OfS*

8061 **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 8th November (paper G 23/90)

8062 The DFUS walked members through the key points involved with the report that covered background, executive summary, forecast overview, assumptions, further analysis across activity, capital and funding, key financial indicators, risks and opportunities, sensitivity analysis and OfS forecast submission.

8063 The Board queried the pending underlying financial pressures and how we position ourselves as the partner of choice in what will be a competitive environment for partnership business and the DFUS commented on the agreed strategy to drive 'core' recruitment through curriculum and capital developments.

8064 The Board discussed the need to assume a continuing fall in the value of the fee cap and the cultural challenge for the sector in accepting the position and the implications thereon in financial planning terms.

8065 The Board considered the difficult decisions involved with disinvestment and consideration of the right choices to ensure that there is a shared understanding on priorities and added value. The VC commented on and thanked the Board for their support with the investments made to date, the changing landscape involving diversification and need to increase the core and decrease (relatively) the ratio of students with partners.

8066 The Board queried potential developments with additional undergraduate courses and the PDVC briefed members on the portfolio review which would be brought to Board through AASEC.

PDVC

8067 The Board approved the Full Financial Forecast for submission to the Office for Students (OfS). **Approved for submission to OfS**

Revolving Credit Facility

8068 Received a report on the proposed revolving credit facility agreement (as previously discussed) which was considered at the November meeting of the Finance & Resources Committee (minutes 8666 - 8670 apply) and which was recommended to the Board by the Committee. (paper G 23/91).

8069 The DFUS reported on background, capital and funding, proposed facility, security, and timeline, a pending written resolution request and touched on key points and consideration presented to F&R Committee.

8070 The Board noted the report and approved the proposed facility agreement. **Approved**

GOVERNANCE AND NOMINATIONS

Governance and Nominations: unconfirmed minutes 2 November 2023

- 8071 **Received** a report from Chair of the Governance and Nominations Committee (G&N) covering items considered at the meeting on 2nd November 2023 with an embedded link to the full minutes (paper G 23/92).
- 8072 The Clerk reported on recruitment considerations regarding sustainability experience, an additional member for Audit Committee, neuro diverse sensitive Governor recruitment processes, possible sessions for the Development Day, progress against the GER Action Plan and plans for the Chancellor Instalment (emailed dated 6th November 2023).
- 8073 The Board noted the report from the Chair of G&N on the 2nd November 2023 G&N meeting. **Noted**

AUDIT COMMITTEE

Audit Committee: unconfirmed minutes 9 November 2022

- 8074 Received a report from Chair of the Audit covering items considered at the meeting on 9th November 2023 (paper G 23/93).
- 8075 The Chair of the AC reported on in-depth discussion covering the risk register (on Board agenda and recommended for approval), on the internal audit regarding the Student Loan Company, the External Audit Report for Year Ending 31st July 2023 (on Board agenda and recommended for approval), on on-going concern matters and made reference to two items being presented for Board approval; Whistleblowing Policy and the Audit Committee Annual Report to Board (both on agenda).
- 8076 The Board noted the report from the Chair of Audit Committee on the 9th November 2023 Audit Committee meeting. **Noted**

Audit Committee's Annual Report to the Board of Governors*

- 8077 **Received** a report from the Chair of the Audit Committee which summarised the work of the Audit Committee for the year ending 31 July 2023 as recommended by Audit Committee (paper G 23/94)
- 8078 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, internal audit, external audit, value for money, data quality, 2023-24 planning and on the Committee's opinion.
- 8079 The Board approved the Annual Report of the Audit Committee for year ending 31 July 2023. **Approved**

Institutional Risk: to receive the Risk Register*

- 8080 **Received** the Risk Register as recommended by the Audit Committee from the Director of Finance & University Secretary (DFUS) (paper G 23/95).
- 8081 The DFUS reported on the register and flagged that there are currently six risks which are rated at the residual level as beyond their risk appetite (student experience,

student continuation and completion, staff engagement and performance, staff quality and capacity, business case implementation and partnerships and collaborations).

8082 The Board discussed pending work on the format of the risk register to make it more user friendly.

8083 The Board approved the Risk Register.

Approved

Annual Review of Whistleblowing Policy (from AC)

8084 **Received** the report on the Annual Review of the Whistleblowing Policy as recommended by Audit Committee (paper G 23/96)

8085 The Clerk reported that the policy remained the same with one minor administrative change, that the Audit Committee had discussed the process for analysing staff understanding of the policy and the Policy will need further amendment in early 2024 to change the contact details for the Whistleblowing Officer (Clerk to the Board and Company Secretary) in light of the pending transition with the role of Clerk to the Board and Company Secretary.

8086 The Board approved the Whistleblowing Policy

Approved

ITEMS FOR INFORMATION OR NOTING ONLY

Student Charter

8087 **Received** a report on the revised Student Charter for noting (paper G 23/97)

8088 The Clerk briefed members on the recently reviewed and refreshed University Student Charter covering identity, inclusion and community, agency, voices and autonomy, growth and development and health and well-being which was approved by Academic Board on 11th October 2023.

8089 The Board noted the revised Student Charter.

Noted

ANY OTHER BUSINESS

8090 Date of the Next Meeting: 10:00am Thursday 22 February 2024 on campus.

Noted

The Observers, VC, Executive and Clerk withdrew from the meeting and Bishop Marcus left the meeting.

RESERVED MATTER

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Annual Remuneration Committee Report, incl. annual statement on remuneration

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8106 [Redacted] **Approved**
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