

## Board of Governors

Minutes of the meeting of the Board held on 30 March 2023 at 8.30am.

### Minutes 7649 – 7740

**Present:** Mr J Hanley (Chair), Mr L Bentley, Mr M Brockbank, Prof. C Egbu (Vice-Chancellor), Ms T Ford-Escobar, Mr M Holden, Ms K Howard-Matthews, Prof. D Kobzev, Mr R Maposa, Mr B McCarthy, Ms S Milnes, Ms C Nursaw, Mr K O'Connor, Ms E Reed, Mrs S Rix, Mr V Sharma, Ms T Smith, Bishop M Stock and Ms A Wilson.

**In attendance:** Prof. M Arif (Pro Vice-Chancellor for External Engagement & Enterprise), Mr D Butcher (Director of Finance & University Secretary), Ms J Hynes (Chief Operating Officer and Executive Director of Operations and Sustainability), Prof. C O'Connor (Pro Vice-Chancellor for Education & Experience), Prof. M Todd (Provost & Deputy Vice-Chancellor) and Mr C Williams (Clerk to the Board of Governors and Company Secretary), Dr L Shand (Unison Rep), Dr A Torn (UCU Rep).

**Apologies:** None

### Welcome & Opening Prayer

7649 The Chair welcomed members to the meeting, welcomed Prof M Arif to his first Board meeting, thanked Dr A Torn (who is stepping down as UCU representative at LTU) for her observation role at Board on behalf of UCU, made reference to the reports that are coming to Board with the recommendation from the respective Committee and Bishop Marcus opened the meeting with a prayer (which included a reference to the soul of Police Constable student Anugrah Abraham).

### Declaration of Interest

7650 There were no declarations of interest.

**Noted**

### Minutes of Last Meeting

7651 The minutes of the meeting held on 23 February 2023 were confirmed as an accurate record.

**Approved**

### Matters arising, including progress on action log from previous meetings

7652 **Received** the table of actions (paper G 23/16).

7653 The Board noted the table of actions.

**Noted**

### Chair's Report

7654 **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 23/17).

7655 The Chair congratulated Ms K Howard- Matthews on her re-election and Prof Charles Egbu on his recent appointment as a Royal Institute of British Architects (RIBA) Honorary Fellow.

7656



7657 The Board noted the Chair's report.

**Noted**

**PERFORMANCE****Health & Safety Update (Reporting by Exception)**

7658 **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 30 November 2022.

7659 The Board noted the verbal report.

Noted

**VICE-CHANCELLOR'S REPORT & STRATEGIC CONSIDERATIONS****Vice-Chancellor's Report**

7660 **Received** a report from the Vice-Chancellor (VC) (paper G 23/18).

7661 The VC reported on the Lifelong Learning (Fee-Limits) Bill, the review of the OfS, the Higher Education Students Early Statistics survey, Generative Artificial Intelligence Tools, the Nurse Review (research, development and innovation), the Amendment to the Immigration Rule: March 2023, Student Recruitment 2023-24 (including recruitment summary, market insight, UG 2023, UG 2024, PG 2023 and PGCE) and Partnerships (covering UK Private, in-module retrieval, module evaluation dialogue, academic misconduct, FE College, recruitment, developments to note and the Centre for Apprenticeships, WBL and skills/external work).

7662 The VC expanded on developments regarding the lifelong loan entitlement (directed at mature students and due to start in 2024-25), the review of the OfS, the raising profile of AI (artificial intelligence) in HE (the positives as well as the risks), 2023 recruitment, OfS funding for apprenticeships (£175K), an OfS letter regarding the partnership matter with GBS and pending site visit in May and OfS notification of funding for AI scholarships.

7663



7664 The Board discussed the recent internal audit on partnerships by UNIAC and the Chair of Audit reported on the medium and low findings that did not give the Committee any material cause for concern following their scrutiny of the report.

7665 The Board discussed the two new partners being considered in relation to geographical spread and size and how the partnership risk was being mitigated by other opportunities and developments with existing partners.

7666 The Board discussed the risks involved with undergraduate recruitment given the current indicative position and the Executive reported on current plans to address conversion pressures given risks and the Board requested a more detailed update in May.

PVCEEE

7667 The VC commented on the historical trend behind the current curriculum which resulted in the business case curriculum reforms (new markets) and growth through apprenticeships.

7668 The Board noted the Vice-Chancellor's Report

Noted

**Business Cases Update Report**

- 7669 **Received** a report from Director of Finance & University Secretary (DFUS) and the Pro Vice-Chancellor (Education and Experience) (PVCEE) (paper G 23/19).
- 7670 The DFUS updated the Board on the progress with business case developments in relation to the city centre, developments in health and life sciences and construction and built environment. The DFUS requested feedback on the format and content of the update from members so as to identify what would be most useful as the report is developed in future.
- 7671 The VC thanked Mr M Brockbank for his consideration of the nature of the report and opened the matter up for comment from other members via feedback to the DFUS and the Board discussed the background to and nature of Mr Brockbank's considerations on the format of the report.
- 7672 The Board requested that the Clerk seek comments on the report and Mr Brockbank's considerations from members. **Clerk**
- 7673 The Board discussed the work of F&R on overseeing the business cases, the language behind the milestones, a possible additional slide on finance, consideration of what the reports covers, tracking of required student numbers (given the identified risk in the report and financial implications), placement developments for nursing and biomedical, student mental health, risk involved with staff recruitment, equity of service and support across Horsforth and city centre campuses.
- 7674 The Board queried the planning conditions and the COO reported that planning permission had been secured for 1 Trevelyan Square "in principle" and that the Executive were confident all the minor conditions that had been imposed can be discharged. The COO commented that we are behind timelines, that proactive steps are required to mitigate a September 2024 opening date and (having taken advice and considered options and respective risks) proposed that the six-week challenge period is waived to enable commencement of the Category A works.
- 7675 The Board discussed the risks and mitigation involved with waiving the six-week challenge period and noted F&R considerations, the waving of the six week challenge period was approved. **Approved**
- 7676 The Board noted the report. **Noted**

### **Leeds Learning Alliance Annual Report**

- 7677 **Received** a report from the Vice-Chancellor (VC) (paper G 23/20).
- 7678 The VC reported on the background to and current position of the LLA, the LLA's 10 priorities in its strategic plan, LTU's recent contributions to LLA activities, inclusion – post graduate qualification at LTU, diversity and anti-racism and on the LLA's 2021-22 Annual Report.
- 7679 The Board queried whether Catholic schools were represented, which the VC confirmed whilst commenting on the inclusive nature of the partnership.
- 7680 The Board noted the report. **Noted**

### **Student Cost of Living Proposal**

- 7681 **Received** a report from the Provost and Deputy Vice-Chancellor (P&DVC) and the Pro Vice-Chancellor (Education & Experience) (PVCEE) which updated members on the long-term and embedded spending to support students, the additional temporary

package put in place for 2022-23 to support with the cost-of-living crisis and which outlined management considerations on the issue for 2023-24 (paper G 23/21).

- 7682 The PDVC reported on considerations at AASEC, LTU on-going spend, LTU temporary cost of living support, support for partner students, sector response and research, risks and planning for 2023-24.
- 7683 The PVCEE commented on the links to the new APP (guidance issued on 29<sup>h</sup> March) and touched on further plans to support students in 2023-24 in what is a complex environment.
- 7684 The Board reflected on the diverse nature of LTU students and queried take up (primarily hardship uptake) and the PVCEE commented on discussions at AASEC and arrangements to promote support services and available funding.
- 7685 The student Governor fed back on discussions on the issue at the recent NUS conferences and how LTU support was more progressive compared with feedback from other SU president's on their respective University's support and the VC commented that LTU was doing more than most HEI, commented on the pressures on the unit of resource and sustainability pressures with such support for students.
- 7686 The Board reflected on the undergraduate recruitment challenge and opportunity to promote our support services, the need for policy to consider track pupil premium grant Students into HE and reflected on the situation as an issue for English students.
- 7687 The PVCEE commented on his experience of LTU hardship funding and support from his recent experience in another HEI and the VC commented on lobbying of government on tracking issues and the challenges for international students.
- 7688 The Board reflected on the need to ensure that it is understood that support cannot be committed to in the long term (and the associated risks involved), the pressures on students who are working as flagged by the Sutton report (issues of exploitation and unpredictability of zero hours contracts) and public transport issues for students. The Board agreed to write to First Bus and Councillors to discuss student's concerns over the 'reach' of their support for HE students. **VC**
- 7689 The Board noted the report. **Noted**

## **ACADEMIC ASSURANCE & STUDENT EXPERIENCE**

### **Academic Assurance & Student Experience Committee: Unconfirmed Minutes of the meeting held on 16 March 2023**

- 7690 **Received** the unconfirmed minutes from the Academic Assurance & Student Experience Committee (AASEC) meeting held on 16 March 2023 from the Vice Chair of the Committee (paper G 23/22).
- 7691 The Vice Chair of AASEC highlighted considerations regarding student mental health and wellbeing (including the unsuccessful Mental Health Charter submission), the Student Hardship Fund and Cost of Living arrangements, Co-creation work, Global Engagement Strategy – Student Experience, NSS survey for 2023, the Annual Institutional Quality Report 2021/22 (which was recommended to Board), and the School Annual Review (SAR) Action Plan: Apprenticeship (which the PDVC requested that the Board be made aware of and which the Vice Chair approved as a Committee Chair's action).
- 7692 The Board noted the unconfirmed minutes. **Noted**

## Annual Quality Report

- 7693 **Received** the Annual Institutional Quality Report from the Provost & Deputy Vice-Chancellor (P&DVC) as recommended by Academic Assurance & Student Experience Committee (AASEC) which aimed to assure the Board that the University was compliant with its obligations relating to academic quality and standards (paper G 23/23).
- 7694 The PDVC reported on the background context to the detailed report and that the report was presented in two parts – Part A was concerned with providing assurances on the quality management framework and its ability to meet regulatory requirements through its effective operation and Part B was commentary on student characteristics – including demographic trends, progression, and award outcomes.
- 7695 The PDVC expanded on considerations at AASEC on part A and AASEC discussions on the challenges with the data under Part B.
- 7696 The Board queried academic performance issues presented in Part B and the PDVC commented on issues and actions to do with progression from foundation to level 4 (in a similar vein to previous actions on NSS) and the board, PVCEE and VC discussed actions to address awarding gaps issues (which includes LTU not using a deficit model approach).
- 7697 The Board discussed as to how ‘name not a number’ is reflected in teaching and learning practice and the PVCEE commented on developments in teaching and learning, assessment and need for flexibility.
- 7698 The Board supported the conclusion that there is sound evidence that the institution’s quality assurance processes contribute to enhancement and the maintenance of academic standards, confirmed that the University is compliant with the mandatory aspects of the UK Quality Code for Higher Education and also the Office for Students (OfS) Conditions of Registration and approved the report.

**Approved**

## FINANCE & RESOURCES

### Finance and Resources Committee: Unconfirmed Minutes of the meeting held on 23 March 2023

- 7699 **Received** the unconfirmed minutes from the Finance and Resources (F&R) Committee meeting held on 23 March 2023 from the Chair of Committee (paper G 23/24).
- 7700 The Chair of F&R Committee highlighted considerations regarding the management accounts and updated current year forecast, Future Financial Planning (which was the next item on the Board agenda), the Bank Guarantee Facility Letter (as recommended to Board later on the agenda), the Campus Masterplan phase 1 update report, the Campus Masterplan Project Two Business Case (as recommended to Board later on the agenda), the positional paper on city centre student accommodation, the People Update Report (which included consideration of staff cost-of-living pressures and options being worked up) and the Student Union Management Accounts.
- 7701 The Board discussed and welcomed the proposal on a staff-cost of living non-consolidated award of £500 payment for core staff.
- 7702 The Board noted the unconfirmed minutes.

**Noted**

**Noted**

### Future Financial Planning

- 7703 **Received** a report from the Director of Finance & University Secretary (DFUS) (paper G 23/25) which provided an update on how the financial planning position has evolved

since the OfS forecast in November, in particular the funding of the capital plan and projected liquidity position as considered by the Finance & Resources Committee.

7704 The DFUS reported on a reminder of November OfS forecast overview, capital and funding per OfS forecast, evolution of the financial planning environment, impact on capital and funding position, assessment of financial planning options, risks and opportunities, sensitivity analysis and assessment of funding position.

7705 The DFUS flagged the on-going and projected skewed performance between 'core' and partnership in line with the financial strategy (which has risks with anticipated 'core' growth) and the Chair of F&R reflected on the need to consider 'risk appetite' given the strategy for growth.

7706 The Board queried as to when the detail might be available to inform a more considered analysis of pay back and the need for further sensitivity analysis on the worse-case scenario should recent indicators on student recruitment continue and issues with education policy on student finance not go in HE's favour.

7707 The Board noted the report.

**Noted**

### **Campus Masterplan – Project 2 Space Transformation Project**

7708 **Received** a report from the Chief Operating Officer (COO) requesting approval for the expenditure of £10,669,304 to complete space transformation section of project 2 of the masterplan, with a 10% contingency budget via Chair's action (as recommended by F&R Committee) (paper G 23/26).

7709 The COO reported on background, project 2 space transformation work, atrium works and IT and AV costs (estimated) and commented on the benefits to the learning environment, student experience and staff, the need to maximise teaching space, expanded on the background to the higher costs involved with the Atrium and the benefits involved, touched on the advantage of undertaking electrical switch work at this stage and commented on the due diligence work to date on operational mitigation of planned disruption to students and staff.

7710 The Board discussed the 2023 graduation plans and queried the increased costs involved with capital projects (to be considered as part of the estates presentation at the follow on development day session) and implications for the 2024 recruitment plan and the impact of the first impressions experience for potential students who attend campus as part of the recruitment process.

7711 The Board discussed how the environment experience is linked in with business cases, and student recruitment, engagement and retention (a 'sticky campus').

7712 The Board approved the following:

**Approved**

- Project 2 – space transformation, atrium, switchgear aspect of phase one the masterplan and construction IT costs.
- The capital expenditure of £10,669,304 including VAT to deliver project 2, the atrium and switchgear replacement
- A 10% contingency available via Chairs Action

### **Bank Guarantee Facility Letter**

7713 **Received** a report from the Director of Finance & University Secretary (DFUS) and a copy of the Bank Guarantee Facility Letter from Barclays Bank, as recommended by F&R Committee (paper G 23/27).

7714 The DFUS reported on the context to the letter (from Board meetings on 6 July and 9 November 2022) and the requirement of the bank that the facility letter is presented to the Board and that the Board authorise two members (or Company Secretary) to sign the letter.

7715 The Board approved the entering into the bank guarantee on the terms set out in the facility letter and to approve Professor Charles Egbu and Craig Williams to sign the letter on behalf of the Board. **Approved**

### **DFE/OfS/SLC Lessons Learnt Report**

7716 **Received** a report from the Provost & Deputy Vice-Chancellor (P&DVC) on the lessons learnt from the recent concerns raised by regulatory bodies regarding sub-contracted partnership practice (in with Action Log reference 7607) (paper G 23/28).

7717 The PDVC reported on background (context and overview), specific concerns raised by regulatory bodies (OfS, DfE and SLC), the LTU and partner response, lessons learnt and RAG rated workstream actions.

7718 The Board noted the report. **Noted**

### **Annual Partnerships Performance Report**

7719 **Received** the Annual Partnership Performance report from the Provost & Deputy Vice-Chancellor (P&DVC) (paper G 23/29).

7720 The PDVC reported on UK partner performance data (by provider) and student experience data (by provider).

7721 The PDVC reported that all partners are monitored through a variety of quality assurances periodically over the academic cycle with data and potential risk reported within the University deliberative structure and managed operationally by the Academic Partnership Unit.

7722 The Board noted the report. **Noted**

### **AUDIT**

#### **Audit Committee: Unconfirmed Minutes of the meeting held on 22 March 2023**

7723 **Received** the unconfirmed minutes from the Audit Committee meeting held on 22 March 2023 from the Chair of Committee (paper G 23/30).

7724 The Chair of Audit Committee highlighted considerations regarding the internal Audit on Partnership management (whilst noting that partnership issues also covered on this Board and the following Development Day agenda), the internal Audit on Student Engagement and Retention, the approved increases in External Auditors fees, the risk register and the residual risks beyond risk appetite (risk reporting will involve a 'deeper dive' at the June meeting of the Committee), the approved self-assessment against the CUC Higher Education Audit Committees Code of Practice, the approved the External Auditors Performance Review for 2021-22 and the noted briefing papers that had been supplied by the Internal Auditors and which the Clerk had posted onto BoardEffect (on 27th March).

7725 The Board discussed the use, functionality and development of the JISC platform and noted that further developments with the platform are due in September 2024.

7726 The Board discussed the role and direction of internal auditors, the annual report on the risk register that comes to Board in the November meeting and the briefing papers supplied by UNIAC (posted to BoardEffect and members notified on 27<sup>th</sup> March 2023).

7727 The Board noted the unconfirmed minutes of the Audit Committee.

**Noted**

## **GOVERNANCE & NOMINATIONS**

### **Board & Committee Membership**

7728 **Received** a report from the Clerk to the Board of Governors which updated members on the latest position with membership (paper G 23/31).

7729 The Clerk reported on the three residual vacancies (two of which are CES nominations), two possible nominations from the CES, that Ms K Howard-Matthews and Ms C Fieldhouse had recently been elected as the SU President and SU Vice-President respectively and that the Board was therefore recommended to approve Ms Kelsey Howard-Matthews as Student Governor and Ms Caitlin Fieldhouse as student observer at the Board for 2023-24.

7730 The Board approved the appointment of Ms Kelsey Howard-Matthews as Student Governor and Ms Caitlin Fieldhouse as student observer for 2023-24.

**Noted**

## **ITEMS FOR INFORMATION OR NOTING ONLY**

### **Collaborative Provision: The Identification, Strategic Fit, Quality Management and Financial Monitoring of Collaborative Partners**

7731 **Received** a report which provided an overview of the policies and procedures underpinning the identification of new collaborative partners and the mechanisms in place to provide assurances on strategic fit, quality management and financial management of partnerships from the Provost & Deputy Vice-chancellor (P&DVC) (paper G 23/32).

7732 The PDVC reported on identification and strategic fit, business plan and financial monitoring and due diligence and quality management.

7733 The Board noted the report.

**Noted**

### **Honorary Awards Report**

7734 **Received** a report from the Vice-Chancellor (VC) which outlined the seven nominees for Honorary Awards (paper G 23/33).

7735 The Board noted the award ceremony on 20<sup>h</sup> July 2023 which is open to all members.

7736 The Board noted the report.

**Noted**

### **Written Resolutions Report**

7737 **Received** a report from the Clerk to the Board of Governors which sought to formally notify the Board of the result of the written resolutions regarding the additional appointments to Committees and appointment of Chancellor (paper G 23/34).

7738 The Board noted the report.

**Noted**

### **Any Other Business**



7739 The COO reported on Prevent issue that is currently under investigation and that she was not at liberty to report on the matter at this stage but would do so in due course.

**Date of next Meeting**

7740 The Board of Governors will be held on Wednesday 17 May 2023 at 4.30pm in room AG55 and will be followed by dinner (room AG21).

**Meeting closed at 11:03**