



## Board of Governors

Minutes of the hybrid meeting held on 1<sup>st</sup> October 2024, 3.30 pm

EE1012, Edward Elgar, St John's Campus

### 24/01 Attendance

#### 1.1 Present

Mrs S Speck	Independent Governor, Chair
Mr E Atkinson	Student Governor
Mrs L Barber	Staff Governor
Professor D Green CBE	Vice Chancellor & Chief Executive
Mr M Hardy	Independent Governor
Mr T Heywood	Independent Governor
Dr C Jones (v)	Independent Governor
Mr N Khan	Independent Governor
Mr J Lambert	Student Governor
Ms R Mane	Student Governor
Ms C Moir	Staff Governor
Mr A Noorani	Independent Governor
Mr R Richards	Independent Governor
Mr M Scriven	Staff Governor
Mr I Smith	Independent Governor
Mr K Sorrell MBE	Independent Governor
Ms L Taylor (v)	Independent Governor

#### 1.2 In Attendance

Mr R Bonham	Pro Vice Chancellor Finance & Resources
Mrs J Britton	Pro Vice Chancellor Communications & External Affairs
Mrs A Cope (v)	Director of Human Resources
Ms H Johnstone	University Secretary and Clerk to the Board
Ms A Jordan	Provost
Professor S Moyle	Pro Vice Chancellor Health & Science
Mrs J Newland	Assistant Clerk to the Board
Professor L Stansbie (v)	Pro Vice Chancellor Education, Culture & Society

#### 1.3 Apologies

Dr D Beech	Independent Governor
Mr S Devlin	Independent Governor
Mrs S Morgan	Independent Governor
Mr D Pocha	Independent Governor

V – attended virtually

## 24/02 Declarations of Interests

- 2.1 Lerverne Barber, Carolyn Moir, Marc Scriven: items 6 and 10 relating to the 2024/25 Budget and the 2024/25 pay award deferral.

## 24/03 Board Business

### 3.1 Primary Responsibilities of the Board [BG24/01]

- 3.1.1 The Board received and noted its primary responsibilities, presented at the start of the academic year for information.

### 3.2 Schedule of Business 2024/25 [BG24/02]

- 3.2.1 The Board received for information its proposed Schedule of Business for 2024/25.

## 24/04 Minutes

- 4.1 The minutes of the meeting held on 9<sup>th</sup> July 2024 [BG24/03] were confirmed as an accurate record of the meeting.

### 4.2 Matters arising not covered elsewhere on the agenda

- 4.2.1 There was no matters arising not covered elsewhere on the agenda.

## 24/05 Chair's Business

### 5.1 Use of Governors' portal and University email

- 5.1.1 The Chair noted Board members will need to access meeting papers via the Governors' portal from 2<sup>nd</sup> October 2024 and use their University of Worcester email addresses from 1<sup>st</sup> November. Support is available.

### 5.2 Chair's Update

- 5.2.1 The Chair thanked everyone involved in the recent graduation ceremonies and commented on the successful changes to the format.
- 5.2.2 The Chair informed members that Louis Coiffait-Gunn had stepped down from the Board and the Board thanked him for his work.
- 5.2.3 A joint UEB/Board Development Session on the draft Strategic Plan is to be held on Saturday 8<sup>th</sup> February 2025.
- 5.2.4 Members were reminded about completing their annual governor reviews.

## 24/06 Vice Chancellor's Report [BG24/04] *Confidential*

- 6.1 The Vice Chancellor presented his report to the Board. He noted that since writing the report, UUK had launched 'Opportunity, growth and partnership: a blueprint for change', setting out a package of reform for the UK university sector and proposing a compact between universities and the government. The Vice Chancellor noted the similarities of some of the proposals to the Australian HE sector and commented on the UK national environment for HE.

- 6.2 The Vice Chancellor updated members on recent events and meetings he had attended. Notable developments included welcoming the first cohort of nursing students in Dudley and a meeting planned for early October to discuss next steps in the development of the University's health education work in Dudley and the wider Black Country. Relationships with Warwickshire College Group and Heart of Worcestershire College are also being developed.
- 6.3 *[NOT FOR PUBLICATION]*
- 6.4 *[NOT FOR PUBLICATION]*
- 6.5 The Board congratulated the Estates team who have been shortlisted for Estates team of the year for their work on the Elizabeth Garrett Anderson building.
- 6.6 The Board received the Vice Chancellor's report.

#### **24/07 Report of the Finance & Development Committee [BG24/05]**

- 7.1 The Board received the report of the Finance & Development Committee meeting of 24<sup>th</sup> September 2024. The Committee received a financial update on 2023/24 and was pleased to note the deficit had been reduced. The Committee considered and recommended to the Board the revised proposal for the IICEC, proposal to sell the University Court site and the budget for 2024/25. The Chair noted the Committee was reassured by the clarity and contextual detail provided.
- 7.2 The Board noted the report.

#### **24/08 Revised Proposal for the IICEC**

- 8.1 The Board received a Revised Proposal for the International Inclusive Cricket & Education Centre (IICEC) project and noted the development of the project to date and cost estimates.
- [NOT FOR PUBLICATION]*
- 8.4 The Board agreed to reconfirm its commitment to the IICEC project and for the inclusion of provision of *[NOT FOR PUBLICATION]* in the 2024/25 budget to cover costs to take the project through to planning.

#### **24/09 Property Sale [BG24/07]**

- 9.1 The Board considered the proposal that the University sell the site at Temple Laugherne, known as University Court. The Board noted the background to the acquisition of the site and subsequent development of plans for student accommodation but that due to the significant change in demand for student accommodation since the purchase, the development of additional accommodation was no longer needed and it had been decided to look to dispose of the land.
- [NOT FOR PUBLICATION]*
- 9.4 The Board approved the recommendation that the University sells the Temple Laugherne (University Court) site *[NOT FOR PUBLICATION]*.
- 9.5 The Board was also asked to approve delegation to the Chair of the Board, Chair of Finance & Development Committee and the Vice Chancellor to approve the final sale figure and terms. It was agreed to delay approval of the delegation until the February 2025 Board meeting when a clearer picture of the sale should be available.

## 24/10 Budget 2024/25 [BG24/08]

- 10.1. The Board received the proposed 2024/25 budget. The PVC Finances and Resources referenced the 2023/24 Financial Update, included with the Finance & Development Committee report, that reported the overall financial deficit for 2023/24 had been reduced to £(2.2)m and the covenants were achieved. Members noted the external audit of the 2023/24 statutory accounts had begun and there were three areas that need finalising with the auditors.
- 10.2 *[NOT FOR PUBLICATION]*
- 10.3 The Board approved the 2024/25 budget.

## 24/11 Students' Union Business

### 11.1 Students' Union Report [BG24/09]

- 11.1.1 The Students' Union officers presented their update on recent activities and developments within the Students' Union, highlighting key initiatives and preparations for the year. Highlights included:
- the new Officer team have now set their strategic objectives for the year that include two joint objectives on delivering a multifaceted Mental Health campaign and addressing the cost of living crisis for students by revisiting the Breakfast Club initiative;
  - the establishment of a fixed Students' Union Hub at City Campus will significantly enhance outreach efforts;
  - the Community Cupboard continues to support students however it is seeing increasing demand whilst being low on donations. Members were reminded any donations were welcome;
  - with thanks to the support of the Vice Chancellor, the Breakfast Club initiative is being reintroduced, offering free breakfast items to students across campuses on a regular basis.
  - in the National Student Survey results, the Students' Union achieved 76.5% on how well it represents students' academic interests, placing it 37<sup>th</sup> out of 147 Unions nationally.
  - Welcome Festival, commencing with the Big Worcester Welcome event, was very busy and a very positive week.
- 11.1.2 The Board congratulated the officers on their work and start to their terms in office and thanked them for their report.

## 24/12 Reports from Committees

### 12.1 Audit Committee [BG24/10]

- 12.1.1 The Chair of Audit Committee presented the report of the Audit Committee meeting held on 17<sup>th</sup> September 2024. He noted the Committee had received internal audit reports on the HESA Data Futures project and on Space Management at the University. It also received the Internal Audit Annual Report for 2023/24 (addressed to the Board and Vice Chancellor and included with the Board papers) that provides an audit opinion on the internal audit work delivered in 2023/24. The report provided an overall conclusion of reasonable assurance and the Committee Chair noted this was a credit to management.
- 12.1.2 The Committee received confirmation of the external audit fee estimate for the 2023/24 audit and the Chair thanked the PVC Finance & Resources for his work on this matter.

12.1.3 The Board received and noted the report.

12.2 Nominations & Governance Committee [BG24/11]

12.2.1 The Board approved the recommendation from the Nominations & Governance Committee to offer Mike Hardy, Asif Noorani, Darius Pocha and Keith Sorrell a second four-year term of office as Independent Members of the Board from 1<sup>st</sup> August 2025.

12.2.2 The Chair thanked the members for their valuable contribution to the Board.

24/13 Update to the University's Code of Practice on Freedom of Speech [BG24/12]

13.1 The Board received an update to the University's Code of Practice on Freedom of Speech, noting the Code had been updated to reflect the new Higher Education (Freedom of Speech) Act 2024 not being implemented and to return to a jointly badged Code with the Students' Union. The updated Code also provides for a stand-alone Visiting Speakers Policy and Procedure. The development of the policy and procedure arose in the context of students nationally being more engaged, often with strong views, on a wide range of concerns. It was noted the Students' Union was very supportive of the proposed changes and that its Board of Trustees would be considering adopting the Code and Visiting Speaker policy at its meeting on 2<sup>nd</sup> October.

13.2 The Board noted the People & Culture Committee had responsibility for the Code of Practice in its terms of reference and would normally consider amendments to the Code before recommending it to the Board. In light of timings however of the Board of Governors' and Students' Union Board of Trustees' meetings, the update to the Code was brought to the Board of Governors for consideration and approval.

13.3 The Board approved the amendments to the Code of Practice on Freedom of Speech, notably the joint badging with the Students' Union and the introduction of a stand-alone Visiting Speaker Policy and Procedure to support the Code.

24/14 Compliance with OfS conditions [BG24/13]

14.1 The Board received the Annual Update of the Assurance of Compliance with the OfS Conditions of Registration, noting the inclusion of the new condition E6 on Harassment and Sexual Misconduct, the full effect of which comes into effect from August 2025.

14.2 The Board also noted updates on a range of OfS matters including a government review of the OfS and the OfS's response, and an insight report into sub-contractual partnerships. It was noted the University has few partnerships of this nature and that they were kept under close review.

14.3 The Board noted the report.

24/15 Any Other Business

15.1 There was no other business.

24/16 Date of Next Meeting

Board Meeting

21<sup>st</sup> November 2024

*The Vice Chancellor, PVC Finances & Resources, Provost, PVC Communications & External Affairs, PVC Science & Education and PVC Education, Culture & Society left the meeting.*

**24/17 Report of the Remuneration Committee (Vice Chancellor)**

17.1 The Chair shared with the Board the Vice Chancellor's appraisal process, as agreed by the Remuneration Committee (Vice Chancellor), and proposed objectives and success criteria for the coming year.

17.2 *[NOT FOR PUBLICATION]*

17.3 The Chair is to circulate the proposed objectives to Board members for their feedback.