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| Confirmed Minutes – without reserved items. Governing Body | | | |
| Held on 11 November 2021, at 11:30 | | | |
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| Present: | **Dame Julia Unwin DBE**  **Maggie Pavlou**  **Jennifer Adams**  **Neil Braithwaite**  **The Rt Revd Richard Frith**  **Professor Karen Bryan**  **Jamie Andrews**  **Mohammed Ali**  **Cath Clelland MBE**  **Russell Davidson**  **The Rt Revd Jonathan Frost** | **Chair of Governing Body**  **Deputy Chair of Governing Body (left the meeting at 13.40)**  **Chair, Audit Committee**  **Chair, Financial & Capital Development Committee**  **Chair, Foundation Committee**  **Vice Chancellor**  **President of the Student Union**  **Governor (left the meeting at 13.40)**  **Governor**  **Governor**  **Governor** |  |
| Apologies: | The Rt Revd Paul Ferguson  Mark Fordyce  Professor Graham Henderson  Ian Wallace  Susan Orr | Governor  Governor  Governor  Governor  Pro Vice Chancellor: Learning & Teaching |  |
| In attendance: | Rob Hickey  Professor Rob Mortimer  Dr Amanda Wilcox  Suzanne O’Brien  Keith Bartlett  Andrew Mulholland | Chief Operating Officer  Pro Vice Chancellor: Research & Knowledge Transfer  Pro Vice Chancellor: Governance and Student Life  AdvanceHE representative  AdvanceHE representative  Director of Governance, Assurance and Compliance |  |
|  | Christopher Howell | Minuting Secretary |  |

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| **01/21** | **Welcome and apologies** | |  |
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|  | The Chair, Dame Julia Unwin DBE, welcomed everyone to the meeting and introduced Jennifer Adams, Neil Braithwaite and the Rt Revd Richard Frith as the new Governors and Chairs of Audit Committee, Finance and Capital Development Committee, and Foundation Committee respectively and Maggie Pavlou as the new Deputy Chair of the Governing Body and Chair of People Committee.  The Chair thanked the Rt Revd Jonathan Frost for all of his work on the Governing Body, who was attending his last meeting as a Governor. The Chair highlighted that the link between York Minister and York St John University had been a beneficial partnership and it was hoped that the Dean’s successor at the Minster would join the Governing Body once appointed.  Apologies were noted. | |  |
| **02/21**  **03/21**  **04/21** | **Governing Body effectiveness review – Phase One report**  **Paper GB.21.01.01a was received.**  **AdvanceHE representatives, Suzanne O’Brien and Keith Bartlett, presented this report.**  **The review had found clear evidence that York St John University was compliant with legal, financial and regulatory requirements and that the governance arrangements included robust mechanisms for this to be delivered.**  **The report also identified a number of ways in which the governance culture could be strengthened to enhance the governance arrangements overall and to support the University going forward.**  **The AdvanceHE representatives thanked Governors and University staff for their support whilst this review was conducted. The commitment towards continued improvement was commended.**  **The Governing Body considered the report and thanked AdvanceHE for their presentation and helpful report.**  **Governing Body effectiveness review – Phase One action plan**  **Paper GB.21.01.01b was received.**  **Director of Governance, Assurance and Compliance, Andrew Mulholland, outlined the action plan that was created in response to AdvanceHE’s recommendations.**  **The Governing Body were happy that the action plan provided a sensible way forward and particularly noted the importance of the actions around Governor inductions, Board diversity and benchmarking.**  **One action regarded the number of staff governors being raised from one to two, which was proposed based on the set-up of similar-sized universities. The Governing Body discussed the pros and cons of this action being implemented. The consensus was that due to the limited number of governors allowed by the Articles of Association, there was potentially more value in keeping the position as a non-staff governor. It was felt that the previous staff governor provided excellent insight on their own and therefore the key was to recruit the right person to this role. The Governing Body confirmed that they would review this again however, when AdvanceHE returned for phase two of the effectiveness review.**  **The Governing Body approved the action plan that was proposed as a response to AdvanceHE’s recommendations.**  **Declarations of interest** | | **AM** |
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|  | **There were no declarations of interest.** | |  |
| **05/21** | **Governing Body membership, Statement of Primary Responsibilities and Schedule of Business**  Paper GB.21.01.02 was received.  Pro Vice Chancellor: Governance & Student Life, Dr Amanda Wilcox, introduced the documents, which had been reviewed at the Governance and Nominations Committee in September.  The Governing Body noted its updated membership.  An updated model Statement of Primary Responsibilities was published in the most recent Committee of University Chairs (CUC) Code of Governance. This primarily matched the previous version with three additional points included. The Governing Body were advised that the University’s Statement of Primary Responsibilities had been amended with these points added. The Governing Body **approved** the Statement of Primary Responsibilities.  The Schedule of Business had been updated to reflect developments in the University’s business cycle. The Governing Body **approved** the Schedule of Business. |  | |
| **06/21** | **Minutes of the last meeting** |  | |
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|  | The minutes of the meeting held on 15 July 2021 were **approved** as an accurate record. |  | |
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| **07/21** | **Matters arising** |  | |
| **08/21**  **09/21**  **10/21**  **11/21**  **12/21**  **13/21**  **14/21**  **15/21**  **16/21**  **17/21**  **18/21**  **19/21**  **20/21**  **21/21**  **22/21**  **23/21**  **24/21**  **25/21**  **26/21**  **27/21**  **28/21**  **29/21**  **30/21**  **31/21**  **32/21**  **33/21**  **34/21**  **35/21**  **36/21**  **37/21**  **38/21**  **39/21\***  **40/21\***  **41/21\***  **42/21**  **43/21**  **44/21** | There were three matters arising at the meeting.  *.1 M81.2/20: Further thought should be given to ensuring a good connection between the Governing Body and the Academic Board in its work awarding honorary doctorates, but that this should be clearly delegated to a committee of the Academic Board.*  The Chair, Dame Julia Unwin DBE, informed the Governing Body that she had asked Professor Graham Henderson to join the honorary degrees sub-committee to provide a link through to Governors, and that he had agreed. It was stressed that it was the role of the Academic Board to determine who would be nominated for honorary awards. The Governing Body were happy with this solution and therefore **agreed** that this matter could be closed.  .*2 M81.2/20: Governing Body should receive a further considered proposal about how Governors could contribute to the fundraising work of the University.*  Paper GB.21.01.03 was received.  The Chief Operating Officer, Rob Hickey, provided a summary of the status of fundraising at York St John University. The summary covered: how the team was made up and governed; what had been achieved; and the forward plan.  The Chief Operating Officer stated that the University had made good progress recently with improvement work ongoing. It was agreed that Russell Davidson, Governor, would support the fundraising work and that all governors would contribute ideas.  The Governing Body enquired about fundraising targets. They were advised that there were targets, but more realistic targets would be considered based on similar-sized universities.  The Governing Body asked how assurance would be provided with regards to the resources being justified by the outcomes. They were informed that a report would continue go to Finance and Capital Development Committee three times a year and People Committee would also receive an annual report that included alumni fundraising.  The Governing Body recommended a list of fundable projects be drawn up, so potential donors could better understand where their money would go and therefore be more likely to donate.  The Governing Body thanked the Chief Operating Officer for the report and **agreed** that this matter could be closed with the understanding that individual governors would meet with the Chief Operating Officer to share their ideas and expertise.  .*3 M88.5/20: The Chairs of Financial and Capital Development Committee and Audit Committee to report to the next meeting of the Governing Body on the nature and extent of the delegations and their appropriateness.*  Governors Jennifer Adams and Neil Braithwaite advised the Governing Body that both the Financial regulations and the University’s Scheme of Delegation had been revised as a result of discussions between individual governors and Executive Officers (minute 22/21 refers). An additional duty had also been added to the terms of reference for Audit Committee and Financial and Capital Development Committee (FCDC) regarding closer communication between the two Committees. Both governors were assured that the regulations and delegations were appropriate, and consistent.  As a result, the Governing Body **agreed** that this matter could be closed.  **Chair’s Report**  The Chair, Dame Julia Unwin DBE, commented that it was great to see students back on campus and a lively atmosphere around the University. Similarly, the Chair was delighted that many students would attend their graduation ceremonies in the coming weeks. It was confirmed that there would not be a formal investiture for Chancellor Reeta Chakrabarti during this graduation period; this was because the University wanted the focus to be on students, which the Governing Body agreed was the appropriate decision.  Following John Hammond Booth’s decision to step down from his role, the Chair thanked Maggie Pavlou for becoming the new Chair of People Committee. On the retirement of John Hammond Booth, changes to authorised signatories, as provided for in Annex 2 of the University’s Financial Regulations, were required. On the recommendation of the Chair, the Governing Body **agreed** to pass a resolution authorising the:   * Removal of John Hammond Booth as an authorised signatory with immediate effect. * Addition of Maggie Pavlou as an authorised signatory with immediate effect.   The Chair talked about the difficult climate that universities currently faced, particular from the media. Despite this, the Chair was confident that York St John University was in a strong place with better communication and openness about people’s responsibilities. The Governing Body was encouraged to continue to think about ways that they can be even more open. The Chair reminded governors that they needed to scrutinise committee papers in order to be assured that they were fully aware of what was happening within the institution, as these would form the basis of the University’s statutory returns.  The Governing Body discussed whether there was enough inclusion of the thoughts of the academic schools at this meeting. The Governing Body concluded that the members of the Executive Board provided good input in this area.  The Governing Body noted the report.  **Vice Chancellor’s Strategic update**  **Reserved minute: commercially sensitive and Freedom of Information exempt**  **Students’ Union President Report**  Paper GB.21.01.05 was received.  The Students’ Union (SU) President, Jamie Andrews, spoke to his written report, and highlighted the way in which the Students’ Union had continued to provide for the needs of students and facilitate the student experience.  By-elections had recently been held for five posts. All vacancies had now been filled, which meant students were fully represented across the University.  With a recent increase in reports of drinks being spiked across the country, the Students’ Union had continued to raise awareness and put safety measures in place to protect students and make them feel safer. There had been no incidents on the University’s campus, but drink toppers were now being provided to students as a precaution and to be used offsite. The Students’ Union were also speaking with venues, the Council and the University of York to create a consistent and robust approach. The Vice Chancellor commented that she had recently attended a meeting with North Yorkshire Police (NYP) in relation to raising awareness of drinks spiking, which resulted in the University being invited to join a new initiative. The Vice Chancellor added that the NYP had been very complimentary about the active approach taken by York St John’s Students’ Union.  The SU President highlighted the vast amount of work undertaken by the Students’ Union President of Wellbeing and Diversity, which included discussions, workshops and events regarding: sexual health, Black History Month and students’ mental health. There continued to be a high engagement by students in relation to their wellbeing.  The SU President noted that many students were very excited to finally be graduating at the forthcoming ceremonies, including himself.  The Governing Body thanked the Students’ Union for all of their hard work and re-affirmed their commitment to listening to the student voice.  The Governing Body noted the report.  **Audit Committee Report**  Paper GB.21.01.06 was received.  The Audit Committee had met on 29 October 2021. The meeting had included items for approval from the cancelled September Audit Committee meeting (due to quoracy not being met). The Chair of the Committee, Jennifer Adams, spoke to the report.  At its meeting, the Committee considered the University’s progress and risk report and risks were assigned to specific committees. The Committee reviewed a series of papers by the University’s Internal and External Auditors. And a number of reports in relation to the University’s year-end financial reports were also considered.  Audit Committee were assured that the University were compliant with financial and risk regulations and that a robust monitoring system was in place. They also noted that the new working partnerships with both Internal and External Auditors had proved encouraging from all sides.  The Chair of the Committee highlighted the importance of Governors accurately completing their register of interest, due to a number of historic discrepancies being identified by the External Auditors.  The ongoing concern around Cyber Security was discussed. It was noted that this had been reviewed at Finance & Capital Development and People Committees, which reassured the Governing Body that they had strong oversight. Throughout the Higher Education sector, institutions had struggled to get insurance due to stricter criteria and requirements. Similarly, many institutions were struggling to recruit to vacant Cyber Security posts. The Chair of the Committee advised that they were assured that the University was doing everything that they possibly could to mitigate this risk.  Governing Body noted the report.  **Letter of Representation from Governing Body to External Auditors 2020/21**  Paper GB.21.01.06a was received.  The Chair of the Committee, Jennifer Adams, and the Chief Operating Officer, Rob Hickey, spoke to the paper.  The Committee were informed that the letter acknowledged the responsibilities of the Governing Body, confirmed that the Governing Body was not aware of any irregularities or occasions where legal or regulatory requirements had been breached and that the auditors had full access to all records and information required for their audit.  The Governing Body **approved** the Letter of Representation from the Governing Body to the External Auditors 2020/21.  **York St John University Audit Highlights Memorandum and Management Letter 2020/21 – Year-end Report from BDO**  Paper GB.21.01.06b was received  The Chair of the Committee, Jennifer Adams, and the Chief Operating Officer, Rob Hickey, introduced the Year-end report from the External Auditors.  The Committee were informed that the External Audit work had substantially been completed and it was anticipated that an unmodified audit opinion on the University’s financial statements for the year ended 31 July 2021 would be issued in due course.  The Governing Body confirmed that they were not aware of any known, suspected or alleged fraud since the auditors last enquired.  The Governing Body **approved** the York St John University Audit Highlights Memorandum and Management Letter 2020/21.  **York St John University Financial Report 2020/21**  Paper GB.21.01.06c was received.  The Chair of the Committee, Jennifer Adams, and the Chief Operating Officer, Rob Hickey, spoke to the report.  The report had previously been scrutinised by both the Finance and Capital Development and the Audit Committees. The Chairs of both Committees confirmed that they were happy with the report and any minor concerns that were raised at their meetings had been addressed.  It was noted that next year’s report would include images regarding the University’s research and newer buildings in order to help promote the University.  The Governing Body **approved** the York St John University Financial Report 2020/21.  **Board Assurance Framework Policy**  Paper GB.21.01.06d was received.  The Chair of the Committee, Jennifer Adams, introduced the paper.  Following an advisory review of the University’s Board Assurance Framework during 2020-21, the University’s Internal Auditors reported to the June meeting of Audit Committee that although there was a clear governance and reporting structure in place which delivers board assurance, these were not formally described in a framework document.  An enhancement action was taken to develop policy documents to define the University’s Board Assurance Framework and Risk Management Policy and Procedures. A draft Board Assurance Framework Policy had been produced in consultation and collaboration with the development of a Risk Management Policy and Procedure document that will form a key part of the framework.  The Governing Body **approved** the Board Assurance Framework Policy  **Risk Management policy and Risk Appetite statement**  Paper GB.21.01.06e was received.  The Chair of the Committee, Jennifer Adams, spoke to the paper.    The Committee were advised that the policy provided a documented view of the structures and mechanisms in place for board assurance, and that further enhancements would be developed based on consultation with key stakeholders.  It was highlighted that the Governing Body had ownership of the Risk Appetite statement. It was agreed that a discussion for the Governing Body around risk appetite would be scheduled for a future date.  The Governing Body **approved** the Risk Management policy and Risk Appetite statement.  **Finance and Capital Development Committee report**  Paper GB.21.01.07 was received  The Finance & Capital Development Committee had met on 20 October 2021. The Chair of the Committee, Neil Braithwaite, spoke to the paper.  At its meeting, the Committee had reviewed a range of financial reports that related to the University’s performance over the last year and budgeting and forecasting for the future.  In addition, the Committee reviewed its Constitution, terms of reference and schedule of business 2021/22.  ‘The Chair of the Committee highlighted that the University had committed to integrate its carbon footprint and sustainability into financial documents. It was commented that the University had been zero waste to landfill since 2016, that it is committed to reducing emissions by 80% between 2005 and 2030 and that it is on track to reach this target. This was something the University should be very proud about and should be a theme in student recruitment activities.’  The Governing Body noted the report.  **York St John London Business Case**  **Reserved minute: commercially sensitive and Freedom of Information exempt**  **Revenue and capital budget for 2021/22**  **Reserved minute: commercially sensitive and Freedom of Information exempt**  **Five-year forecast 2021/22 – 2025/26**  **Reserved minute: commercially sensitive and Freedom of Information exempt**  **Draft Capital investment 2021/22 – 2023/24**  **Reserved minute: commercially sensitive and Freedom of Information exempt**  **York St John University Financial Regulations and Scheme of Delegation 2021**  Paper GB.21.01.07e was received  The Chair of the Committee, Neil Braithwaite, and Pro Vice Chancellor: Governance and Student Life, Dr Amanda Wilcox, spoke to the paper.  A review had taken place of the Financial Regulations and Scheme of Delegation by the Chair of the Committee and a Committee member. Minor amendments had been proposed to further strengthen the University’s financial controls.  The Governing Body **approved** the updated Financial Regulations 2021 and **approved** the updated Scheme of Delegation 2021.  **Barclays Revolving Credit facility incorporating change from LIBOR to SONIA**  **Reserved minute: commercially sensitive and Freedom of Information exempt**  **Amendments to the University’s Revolving Credit Facility with NatWest Bank**  **Reserved minute: commercially sensitive and Freedom of Information exempt**  **OfS Financial Monitoring Returns: Summary Process**  Paper GB.21.01.08 was received  The Chief Operating Officer, Rob Hickey, spoke to the paper.  The Governing Body were informed that the timescales for the returns had been revised by the OfS as a result of the pandemic and was now required to take place within 7 months of the end of the financial year.  The Chief Operating Officer advised that the paper did not require the Governing Body’s approval because it was just a summary process.  The Governing Body noted that the OfS Financial Monitoring Returns: Summary Process  ***Quoracy note***  *From this point forward, the meeting was close to published quoracy levels. It was agreed that remaining items for approval would be circulated to Governors to confirm approval. The items were lower risk in the sense that they were not regulatory requirements. All items were discussed and approval for each was proposed.*    **Governance and Nominations Committee report**  Paper GB.21.01.09 was received  Governance and Nominations Committee met 16 September 2021. The Pro Vice Chancellor: Governance and Student Life, Dr Amanda Wilcox spoke to the paper.  At its meeting, the Committee reviewed its own Constitution and terms of reference as well as those of the other Governing Body committees and the University’s Academic Board. The Committee also reviewed the membership and Statement of Primary Responsibilities of the Governing Body itself. Finally, the Committee approved its schedule of business for the coming year.  The Governing Body noted the report.  **Constitutions and Terms of Reference for Governing Body Committees**  Paper GB.21.01.09a was received  The Pro Vice Chancellor: Governance and Student Life, Dr Amanda Wilcox, spoke to the paper.  Membership to committees had been updated and minor amendments proposed in consultation with Chairs of Committees and Executive Officers. Some further amendments were subsequently made prior to each committee agreeing to recommend its Constitutions and terms of reference to Governing Body for approval.  The Governing Body **proposed approval of** the Governing Body committees’ Constitutions and terms of reference.  [Secretary’s Note: GB.21.01.09a – the Governing Body **confirmed its** **approval** via email – 15/16 November 2021].  ***Items brought forward from Part Two***  *During the meeting, the Foundation Committee Report (GB.21.01.15), People Committee Report (GB.21.01.16) and Remuneration Committee Report (GB.21.01.16) were brought forward from Part Two of the agenda and were presented and discussed.*  **Foundation Committee Report**  Paper GB.21.01.15 was received  Foundation Committee met on 18 October 2021. The Chair of the Committee, the Rt Revd Richard Frith, spoke to the paper.  At its meeting, the Foundation Committee considered its own Constitution and terms of reference and approved its schedule of business for the coming year.  The Committee received the annual report from the Chaplaincy. The Committee also received a report on plans for a Parish Asset Management Foundation Degree and a presentation on the progress of the University’s Race Equality Charter application.  The Governing Body commented that the themes covered by the Foundation Committee (Freedom of Speech, Racial Equality etc.) were currently very topical and that there would be merit in a fuller conversation about the Committee’s work at a future meeting.  The Governing Body noted the report.  **People Committee Report**  Paper GB.21.01.16 was received  People Committee met on 12 October 2021. The Chair of the Committee, Maggie Pavlou spoke to the paper.  At its meeting, the Committee approved a freeze on Student Accommodation Rents 2022-23. It was noted that this decision was taken with the understanding of a reduced income for the University for 22-23. Which would not be viable every year; however, given the impact of the pandemic, it was agreed that this was the right decision to make for the University’s students on this occasion.  The Committee also approved its Constitution, terms of reference and schedule of business.  The Committee received numerous reports regarding the findings of surveys that had been carried out. These included: National Student Survey (NSS), Outcomes Postgraduate Research Experience Survey (PRES) 2021, Graduate Outcomes Survey and the Committee Self-Assessment  The Governing Body noted the report.  **Remuneration Committee Report**  Paper GB.21.01.17 was received  Remuneration Committee met 16 September. The Chair of the Committee, Neil Braithwaite, spoke to the paper.  At its meeting, the Committee confirmed the appointment of a new Committee Chair on a three-year basis. This replaced the previous annual rotational Chair-ship and applied to both Remuneration Committees (SLT and VC).  The Governing Body noted the report.  **Academic Board report**  Paper GB.21.01.10 was received  Academic Board met on 13 October 2021.The Vice Chancellor, Professor Karen Bryan, spoke to the paper.  At its meeting, the Academic Board approved its Constitution, terms of reference and schedule of business.  The Academic Board considered the Learning, Teaching and Student Experience Strategy Action Plan for 2021-22 and noted its three key areas of focus: enhanced course design; enhanced teaching and learning design; and supporting teaching excellence.  The Academic Board also reviewed a paper on The Student Partnership Plus: Surveys 2021-22, which aimed to plan and coordinate student surveys in 2021-22.  Finally, the Academic Board also received an oral report on the Teaching Excellence and Student Outcomes Framework (TEF) consultation, which was to be undertaken by the OfS in Autumn 2021. The Board considered the likely indicators that would inform the TEF outcomes and noted that the Students’ Union was likely be invited to submit an independent response. The Board recognised the importance of being data-led and being able to articulate why we do well in particular areas.  The Governing Body noted the report.  **Academic Board Constitution and terms of reference**  Paper GB.21.01.10a was received  The Vice Chancellor, Professor Karen Bryan, spoke to the paper.  The following amendments were confirmed:   1. Removed the Learning and Teaching Lead and Research Lead nominated by the Vice Chancellor to serve for one year. 2. Removed the representative of the professional services, elected by members of the professional services, to serve for three years. 3. Added a representative of the academic team from the London Campus, elected by the academic staff to serve for three years. 4. Changed the role of the Director of London from being in attendance to an ex officio member of the Academic Board.   The Governing Body **proposed approval** of the Academic Board constitution and terms of reference.  [Secretary’s Note: GB.21.01.10a – the Governing Body **confirmed its** **approval** via email – 15/16 November 2021].  **Degree outcome statement**  Paper GB.21.01.10b was received  The Vice Chancellor, Professor Karen Bryan, spoke to the paper.  The report highlighted that there were no major concerns revealed by the statement and strong governance was in place to monitor. There had been an upward trend in first and upper second-class awards (+12.9%) in this period, which was broadly in line with the sector. Significant progress had been made in closing the attainment gaps for students from black and minority ethnic backgrounds, for students with disabilities, mature students, and for students from the most deprived areas.    It was noted that during the Covid-19 pandemic’s first lockdown, an academic safety net had been implemented which resulted in an improvement in progression and outcomes.  The Governing Body were advised that their approval was not a requirement for this statement, but that it was good practice to ask them to review and state that they were happy for publication.  The Governing Body confirmed they were happy for the Degree outcome statement for 2020-21 to be published.  **Research Ethics and Integrity Annual Statement 2020-21**  Paper GB.21.01.10c was received  The Vice Chancellor, Professor Karen Bryan, spoke to the paper.  There were no investigations of research misconduct during 2020-21.  The Governing Body **proposed** **approval** of the Research Ethics and Integrity Annual Statement  [Secretary’s Note: GB.21.01.10c – the Governing Body **confirmed its** **approval** via email – 15/16 November 2021].  **Health, Safety and Wellbeing Committee report**  Paper GB.21.01.11 was received  The Health, Safety and Wellbeing Committee met on 20 October 2021. The Pro Vice Chancellor: Governance and Student Life, Dr Amanda Wilcox, spoke to the paper.  At its meeting, the Committee had discussed the impact on staff and students returning to campus. It was noted that feedback had been generally positive with no major incidents, but a fuller picture would take time for all information to be collated.  The Committee had received the Annual Staff Wellbeing Report highlighting that sickness absence had increased over the last year and that long-term absence had overtaken short-term absence for the first time. The most common reason for short term absence was now infectious diseases which was notably due to Covid-19.  The University was waiting to see the impact of better utilised Wellbeing Champions.  There were only three health and safety items on the Corporate Risk Register that were not green (On Track and Exceeding expectations). These were: Fire Residential, Psycho- social and Coronavirus: COVID-19. These were rated as Minor Concerns, apart from Coronavirus which was rated a Medium Concern, with continued measures in place for these ongoing risks.  The Governing Body noted that Jennifer Adams would replace Maggie Pavlou as the Governor Observer on the Health, Safety and Wellbeing Committee.  The Governing Body noted the Health, Safety and Wellbeing Committee report.  **Annual Health and Safety report**  Paper GB.21.01.11a was received  The Pro Vice Chancellor: Governance and Student Life, Dr Amanda Wilcox, spoke to the paper.  The report provided an overview of health and safety developments in the year, which included: confirmation of an enhanced online training offer; outcomes from the annual self-assessment process demonstrating broad good practice and compliance; assessment and audit outcomes; and the feedback from the Health, Safety and Wellbeing Operational Group, to provide assurances on the implementation of health and safety standards, as well as a forum to share good practice and promote consistency.  It was noted that incidents, accidents, and sickness absence reporting had all reduced following the implementation of remote working.  The Governing Body **proposed** **approval** of the annual Health & Safety report  [Secretary’s Note: GB.21.01.11a – the Governing Body **confirmed its** **approval** via email – 15/16 November 2021].  **Prevent Duty Report and Risk Assessment**  Paper GB.21.01.12 was received  The Pro Vice Chancellor: Governance and Student Life, Dr Amanda Wilcox, introduced the University’s annual report and risk assessment which demonstrated the University’s approach to its responsibilities under the Prevent Duty.  The Governing Body were remined that the University had a statutory duty to demonstrate due regard to the Prevent Duty. This report provided assurance to the Governing Body and to the OfS on the University’s approach to Prevent during the year from 1 August 2020 to 31 July 2021. Unlike previous years, the OfS did not require a formal accountability statement from providers, but it does require the Chair of the Governing Body to sign off on specific declarations. The University was also required to submit an annual Prevent data return to the OfS.  The University had not needed to report any serious incidents during the year to the OfS. Overall, the University believes it had proportionate and appropriate processes and approaches to support the Prevent Duty in the context of a relatively low risk profile.  The Governing Body considered the Prevent Duty report and related risk assessment. They **proposed** **approval** the University’s Prevent data return and declarations for OfS submission.  [Secretary’s Note: GB.21.01.12 – the Governing Body **confirmed its** **approval** via email – 15/16 November 2021].  **Modern Slavery and Human Trafficking Statement**  Paper GB.21.01.13 was received  The Director of Governance, Assurance and Compliance, Andrew Mulholland, spoke to the paper.  The University reviewed the Statement on an annual basis. The Statement outlined the steps undertaken by the University to combat modern slavery throughout its supply chains.  It was noted that by bringing catering in-house, the University had better control of its supply chain in this area.  The Governing Body **proposed** **approval** of the Modern Slavery and Human Trafficking Statement  [Secretary’s Note: GB.21.01.13 – the Governing Body **confirmed its** **approval** via email – 15/16 November 2021].  **Part Two of the Agenda**  The following starred items were in the Part Two section of the meeting’s agenda. No request was made for these items to be brought forward and therefore were noted without discussion.  On the agenda, the Foundation Committee Report (GB.21.01.15), People Committee Report (GB.21.01.16) and Remuneration Committee Report (GB.21.01.16) were in Part Two; however, it was requested that these were brought forward to Part One of the meeting and were minuted above (M28 – M30).  **Annual report from Audit Committee to the Vice Chancellor and Governing Body for financial year 2020/21**  Paper GB.21.014a was received  The Governing Body noted the report.  **Annual report from Internal Auditors 2020/21**  Paper GB.21.01.14b was received  The Governing Body noted the report.  **Minutes of the Governing Body Committees, Academic Board and Health, Safety and Wellbeing Committee**  Paper GB.21.01.18a –18h were received and noted.   1. Academic Board – 24 June 2021 (confirmed) 2. Audit Committee – 29 October 2021 (unconfirmed) 3. Finance and Capital Development Committee – 20 October 2021 (unconfirmed) 4. Foundation Committee – 18 October 2021 (unconfirmed) 5. Governance and Nominations Committee – 16 September 2021 (unconfirmed) 6. Governing Body Discussion Day – 17 September 2021 7. Health, Safety and Wellbeing Committee – 20 October 2021 (unconfirmed) 8. People Committee – 12 October 2021 (unconfirmed)   **Reportable Events**  Paper GB.21.01.19 was received.  The University submitted one reportable event to OfS since the last meeting of the Governing Body. This was submitted in September 2021 in relation to deferred placements for initial teacher training students. The OfS responded on 11  October 2021 and confirmed they had no queries and the case was closed.  The Governing Body noted the report.  **Review of the Meeting**  The Governing Body agreed that all items had been reviewed and decisions made accordingly. The Chair thanked attendees for attending and quickly working through items that required immediate approval.  **Any other business**  The Chair of Audit Committee, Jennifer Adams, highlighted that Audit Committee members had identified that the University’s engagement with schools, colleges and businesses would be a useful topic to be presented to the Governors in the future.  For future Remembrance Day services, it was proposed by one governor that the University used a plinth for wreaths to be laid onto to prevent them being potentially trampled on.  **Date of the next meetings**  Tuesday 1 February 2022 - Discussion day  Friday 25 March 2022 - Governing Body meeting  Friday 6 May 2022 - Discussion day and joint meeting with Academic Board  Thursday 14 July 2022 - Governing Body meeting. | **AW/AM**  **AM/AW** | |

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| **ACTION POINTS** | | | |
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| **Minute** | **Action** | **Responsibility** | **Completed** |
| M81.2/20  M81.2/20  M88.5/20 | **Further thought should be given to ensuring a good connection between the Governing Body and the Academic Board in its work awarding honorary doctorates, but that this should be clearly delegated to a committee of the Academic Board.**  **Governing Body should receive a further considered proposal about how Governors could contribute to the fundraising work of the University.**  **The Chairs of Financial and Capital Development Committee and Audit Committee to report to the next meeting of the Governing Body on the nature and extent of the delegations and their appropriateness.** | VC  RH  JA/NB | Completed  Completed  Completed |
| M03/21  M16/21  M21/21  M44/21 | **During Phase Two of Advanced HE’s effectiveness review, to review again if there should be two staff governors.**  **Discussion around risk appetite to be scheduled for the Governing Body.**  **Reserved Minute:**  **Discussion around University’s engagement with schools, colleges and businesses** **to be scheduled for the Governing Body** | AM  AW/AM  RH  AW/AM |  |
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