

Confirmed Minutes – without reserved items.

Board of Governors

Held on 18 July 2024, at 09:30

Present:	Dame Julia Unwin Neil Braithwaite Jennifer Adams Alison Davies The Rt Revd Richard Frith Prof. Karen Bryan OBE Abinash Chaudhary Mohammed Ali OBE The Very Revd Dominic Barrington Andrew Chang Brian Chiyesu Andy Falconer The Rt Revd Paul Ferguson Mark Fordyce Prof. Graham Henderson CBE DL	Chair of the Board of Governors Deputy Chair of the Board of Governors Chair, Audit Committee Chair, People Committee Chair, Foundation Committee Vice Chancellor Student Governor Governor Governor Governor Governor Governor Governor Governor Governor
Apologies:	Dr Ernestine Gheyoh Ndzi Pauline Waterhouse OBE Dr Rob Hickey	Staff Governor Governor Chief Operating Officer
In attendance:	Dr Avijit Datta Prof. Richard Bourne Kathryn Kendon Prof. Rob Mortimer Christina Nichols Christopher Howell	Observer (<i>joins the Board of Governors on 01 August 2024</i>) (09:30-11:25 only) Pro Vice Chancellor (PVC): Education University Secretary & Registrar PVC: Research & International Director of Strategy & Projects (10:05-10:35 only) Minuting Secretary

60/23 Welcome and apologies

The Chair welcomed everyone to the meeting and apologies were noted.

The Chair gave a warm welcome to Abinash Chaudhary, Avijit Datta, and Dominic Barrington who were all attending their first Board of Governors meeting, and noted that Avijit would be formally joining as a governor after this meeting.

61/23 Declarations of Interest

Report from the Remuneration Committee (agenda item 15) - the Vice Chancellor, PVC: Education, PVC: Research & International, University Secretary & Registrar, and Student Governor would leave the meeting for this item.

Annual appraisal of the Chair (agenda item 16) – the Chair, PVC: Education, PVC: Research & International, and University Secretary & Registrar would leave the meeting for this item.

62/23 Minutes of the meetings held on 11 April 2024

The minutes from the meeting held on 11 April 2024 were **approved** as an accurate record.

63/23 Matters Arising

Chair's action: Articles of Association update

The Chair and Deputy Chair of the Board of Governors had agreed that the Staff Governor and Student Governor should not be present for discussions around staff remuneration. This was in keeping with existing practices around promotions, suspensions, and dismissals.

To implement the change, the Chair and Deputy Chair had approved two minor amendments to the Articles of Association. The amendments related to adding the word 'remuneration' to sections 13.6.1 and 13.6.4.1, which sets out when the Staff and Student Governors would withdraw from a conversation.

64/23 Chair's report

The Chair spoke to the item and noted that it had been a difficult year for the Higher Education sector due to a range of external factors; however, the Board, and University as a whole, had undertaken a considerable amount of work to limit the impact of challenging circumstances on the York St John community. The Chair thanked all Governors and staff for their continued efforts to make the University a success.

Looking ahead, the change in Government was highlighted as potentially bringing new opportunities, ideas and challenges to the sector. The Board noted that Bridget Phillipson and Jacqueline Smith had been appointed as Secretary of State for Education and Minister of State for Skills, Apprenticeships and Higher Education respectively. Furthermore, six cabinet ministers were Yorkshire MPs.

The Board was informed that James Wharton had resigned from his position as Chair of the Office for Students (OfS).

The Board **noted** the updates.

65/23 Vice Chancellor's update

Reserved minute: commercially sensitive and Freedom of Information exempt

Paper BoG.23.04.26 was received. The Vice Chancellor spoke to the item.

66/23 Students' Union President's report

Paper BoG.23.04.27 was received. The Students' Union President spoke to the paper.

The President outlined his priorities for the year:

- improve communications for students, making messages relevant and tailored to specific student groups;
- celebrate student achievements: spotlighting and showcasing what students do; and,
- create opportunities for cross-university collaborations for students.

Available space continued to be a concern for students, particularly for clubs and societies. The Students' Union continued to work with the University to ensure space was efficiently utilised.

The Board noted that while the University's subvention to the Students' Union had slightly reduced over the last academic year, other financial support was provided to the Students' Union in addition to the subvention. These included not charging the Students' Union rent for use of its buildings or for utilities; subsidising student accommodation, clubs and societies, catering costs; and managing Students' Union sports.

The Board **noted** the report.

67/23 University Strategy

The Director of Strategy & Projects joined the meeting.

Paper BoG.23.04.28 was tabled and received by the Board. The Vice Chancellor delivered a presentation to accompany the paper.

The new Strategy had been developed with the input of students, staff and governors throughout the process. The Director of Strategy & Projects and her team had overseen the process and ensured that the Strategy aligned a range of different viewpoints.

The Board noted that strategies for Higher Education institutions were different from some other organisations.

Since governors had last reviewed the Strategy, the language had been modernised and slightly amended to provide a more inspirational tone.

Going forward, Strategy 2026 would be closed down and reporting to the Board would come under the new Strategy's framework. Further work was ongoing to develop the indicators of success, processes and initiatives that would underpin the Strategy, including considering whether any separate School and Directorate implementation plans were needed, and, to ensure that these reflected to the York St John's strategic aims.

The Board commended all the work that had been undertaken to develop the new Strategy. They agreed the Strategy provided a foundation for the University to continue to successfully deliver for its community. Governors encouraged the

Executive to consider how the Strategy could be used to make an immediate positive impact for students and staff.

The Board of Governors **approved** the Strategy.

The Director of Strategy & Projects left the meeting.

68/23 Collaborative Provision overview

Reserved minute: commercially sensitive and Freedom of Information exempt

Paper BoG.23.04.29a was received. The University Secretary & Registrar spoke to the paper.

69/23 Expanding provision in the United Arab Emirates – early-stage discussions

Reserved minute: commercially sensitive and Freedom of Information exempt

Paper BoG.23.04.29b was received. The PVC: Research & International spoke to the paper.

70/23 Access & Participation Plan (New)

Paper BoG.23.04.30a was received. The PVC: Education spoke to the paper.

York St John's Access & Participation Plan for 2025-26 to 2028-29 was due for submission to the OfS by 31 July 2024. The APP aimed to improve equality of opportunity for students from disadvantaged backgrounds to access higher education, succeed in their studies, and progress to graduate employment or further study. These aims were addressed through six objectives and three commitments.

The APP was developed based on an OfS template. This constrained the data that could be used and the format and language of the submission.

Governors noted that the University had a range of internal data that it would use to monitor progress against its objectives and commitments. This data would also allow the University to quickly adapt and address if the proposed progress had not been made in a specific area.

The Board highlighted that York St John's community identity and support measures were important to achieving a high student continuation rate. They noted that this could be particularly difficult to provide for commuter students.

The Board praised the range of initiatives being undertaken by the University, in particular, the Student Hub that would provide a full triage and advice service for students covering a large range of frontline and second line student queries. The Student Hub was due to go live during the 2024/25 academic year and the Board noted that they would receive a detailed session on this topic.

The Board of Governors **endorsed** the Access and Participation Plan.

71/23 Annual report on Freedom of Speech and Code of Practice

Paper BoG.23.04.30b was received. The Vice Chancellor spoke to the paper.

The paper updated the Board on obligations around Freedom of Speech, which had been strengthened and extended to students' unions under the Higher Education (Freedom of Speech) Act 2023.

The Freedom of Speech Code of Practice had been updated to reflect the University's new obligations. The Code covered both the University and Students' Union, highlighting where responsibilities lay in different situations. The final decision maker for the University was identified as the University Secretary & Registrar, and the Chief Executive Officer for the Students' Union. The Board noted that the Higher Education sector was awaiting guidance from the OfS as to whether universities and student unions should have separate codes of practice.

The Board:

- a) **noted** action taken by the Decision Maker (the University Secretary and Registrar) under the Freedom of Speech Code of Practice in 2022-23 and 2023-24;
- b) **noted** that no activities which have followed the correct process had been deemed to be in breach of the Code of Practice in 2023/24;
- c) **approved** the revised Code of Practice on Freedom of Speech and Academic Freedom; and,
- d) **noted** that supplementary documentation had been approved by Academic Board:
 - New Speaker Approval Policy
 - Revised Speaker Request Form
 - New Protest guidance

Avijit Datta left the meeting.

72/23 Sexual Violence and Harassment Policy

Paper BoG.23.04.30c was received. The University Secretary & Registrar spoke to the paper.

Sexual misconduct had previously been covered by several different University policies; however, a dedicated policy had been created to bring the support and disciplinary processes together. The Sexual Violence and Harassment Policy would also comply with the anticipated new OfS Condition of Registration. The Condition was expected to require universities to publish a single document detailing:

- the steps to protect students from harassment and sexual misconduct;
- arrangements for handling incidents;
- support for those involved in incidents; and
- training for students and staff.

The Board noted that cases of sexual misconduct increased every year across the Higher Education sector, including at York St John. The increase was partially down to better reporting, both in terms of the processes in place and people feeling more able to come forward.

Tackling sexual misconduct was a key priority for the University and the Students' Union, with both organisations working closely together to provide a collaborative approach. This included developing a training plan for students and staff, which would take into account the diverse population of the University.

Governors asked the University to make sure the policy clearly outlined how police involvement impacted the University's own processes.

KK

The Board:

- a) **considered** the student facing aspects of the new policy on Sexual Violence and Harassment, which were approved by Academic Board in June 2024; and,
- b) **noted** that the staff facing aspects of the new policy would be incorporated and approved by Executive Board during the Autumn Term 2024.

73/23 OfS ongoing registration requirements annual assurance 2023-24

Paper BoG.23.04.30d was received. The Vice Chancellor spoke to the paper.

The report provided assurance that the University continued to meet its obligations regarding the ongoing conditions of registration, and those areas requiring a particular focus were being appropriately managed.

The Board **considered** the report.

74/23 Honorary Awards Process

Governors Graham Henderson and Andrew Chang spoke to this item.

The Board noted that three individuals would receive honorary awards from York St John in November 2024 and were reminded of the process for nominating people for honorary awards from 2025 onwards. The list of current Honorary Graduates would be circulated to governors after the meeting.

CH

The Chair thanked Graham Henderson for being the Board's representee on Honorary Awards Committee. The Board approved the appointment of Andrew Chang to this the role from 01 August.

The Board **considered** the verbal item.

Secretary's note: the Honorary Awards nominations form, process, and list of current Honorary Graduates was circulated to the Board following the meeting.

75/23 Annual review of the Code of Practice for the Students' Union

Paper BoG.23.04.31 was received. The University Secretary & Registrar spoke to the paper.

The York St John University and Students' Union Code of Practice sets out how the University carries out its responsibilities under the Education Act 1994 in relation to its Students' Union. The Code had been updated to:

- ensure the title reflected that this was a University, rather than a Students' Union, Code of Practice;
- improve readability;
- provide clarity on how the financial affairs of the Students' Union were conducted, and around Charity Law; and,
- include additions around Freedom of Speech, Academic Freedom, and sexual harassment and misconduct.

The Students' Union Trustee Board had recommended the amendments were approved by the Board of Governors.

Governors requested that section 2.26, which related to sexual misconduct, referenced the new Sexual Harassment and Violence policy.

KK

The Board **approved** the York St John University and Students' Union Code of Practice.

76/23 Draft Budget Principles 2024-25

Reserved minute: commercially sensitive and Freedom of Information exempt

Paper BoG.23.04.32a was received. The Deputy Chair spoke to the paper.

77/23 Establishing YSJ Innovations Ltd as York St John University's Innovation Arm

Reserved minute: commercially sensitive and Freedom of Information exempt

Paper BoG.23.04.32b was received. The Deputy Chair and the PVC: Research & International spoke to the paper.

78/23 Annual Equality, Diversity and Inclusion report 2023

Paper BoG.23.04.33a was received. The Chair of People Committee spoke to the paper.

The annual Equality, Diversity and Inclusion report included information on:

- the diversity of the student body and workforce;
- progress made towards equality objectives in the 2023 calendar year; and,
- a brief overview of plans for 2024.

The Board received the report and:

- a) **considered** whether the Annual Equality, Diversity and Inclusion Report 2023 provides reassurance that the University is complying with the public sector equality duty to eliminate unlawful discrimination, harassment and victimisation, advance equality of opportunity and foster good relations; and
- b) **approved** the report;
- c) **noted** that a revised Equality, Diversity and Human Rights Policy had been approved by People Committee; and,
- d) **noted** the diversity monitoring statistics were published on the website.

79/23 Access and Participation Plan: Proposed Modification of Scholarships

Paper BoG.23.04.33b was received. The Chair of People Committee spoke to the paper.

Recently published continuation data demonstrated limited impact of the Low-Income Family Scholarship (LIFS). LIFS were first launched in 2020-21 to mitigate financial pressures caused by the Covid-19 pandemic. The paper recommended that LIFS were discontinued at the end of the 2024-25 academic year. In its place, recipients of other targeted scholarships would receive additional supportive opportunities to enhance belonging, academic confidence, continuation and attainment.

The Board **approved** the proposed revisions to the York St John Scholarship scheme from 2025/26.

80/23 Reports from Academic Board, Health, Safety & Wellbeing Committee, and the following Board of Governors sub-Committees: Audit; Finance & Capital Development; Governance & Nominations; People; and, Remuneration.

Reserved minute: commercially sensitive and Freedom of Information exempt

Paper BoG.23.04.34 was received. The Chairs of their respective Boards and Committees spoke to the paper.

The Chair of Audit Committee updated the Board on the outcome of the Committee's external and internal audit tendering discussion. *Please see the reserved section of the minutes for further detail.*

The Chair of Audit Committee also highlighted the excellent outcome for the internal audit report on the University's Teaching Excellence Framework submission process. The report was one of the best in this area for the internal auditor's national portfolio and provided good assurance of strong academic governance.

The Chair of Health, Safety & Wellbeing Committee highlighted that Committee members had received its annual report on Safeguarding and agreed that it provided assurance that the University was complying with the statutory safeguarding duties, as set out in the Safeguarding policy. A range of internal health & safety audits had been carried with good outcomes and minor issues being appropriately addressed. The Board praised the level of detail and scrutiny of the Health, Safety & Wellbeing Committee.

On behalf of the Board, the Chair of People Committee acknowledged the excellent performance of the Director of Human Resources and her team over the last year.

The Chair of Audit Committee updated the Board on the outcome of the Committee's external and internal audit tendering discussion. *Please see the reserved section of the minutes for further details.*

The Chair reminded governors that they could attend any committee meetings, where they were not a member, as an observer.

The Board **noted** the report.

81/23 Annual report on Remuneration

Reserved minute: commercially sensitive and Freedom of Information exempt

The following left the meeting for this item: Student Governor, the Vice Chancellor, University Secretary & Registrar, PVC: Education, and PVC: Research & International.

Paper BoG.23.04.35 was received. The Deputy Chair spoke to the paper.

The Vice Chancellor re-joined the meeting.

82/23 Annual evaluation of the Chair of the Board of Governors

Reserved minute: commercially sensitive and Freedom of Information exempt

The Chair left the meeting for this item.

Paper BoG.23.04.36 was received. The Deputy Chair spoke to the paper.

The following re-joined the meeting: Chair, Student Governor, University Secretary & Registrar, PVC: Education, and PVC: Research & International.

Part E of the agenda

The following starred items were in the Part E section of the meeting's agenda. No request was made for these items to be brought forward and therefore were noted without discussion.

83/23 Period 9 Budget and Forecast Report 2023-24*

Paper BoG.23.04.37 was received.

The Board **noted** the report.

84/23 Board of Governors Schedule 2025-26*

Paper BoG.23.04.38 was received.

The Board **noted** the report.

85/23 Annual report on participation in Institute of Technology*

Paper BoG.23.04.39 was received.

The Board **noted** the report.

86/23 Any other business

The Chair thanked Paul Ferguson and Graham Henderson who had reached the end of their term on the Board.

The Board passed on their congratulations to Dr Rob Hickey who had successfully completed his Doctorate.

87/23 Review of the meeting

Governors praised the quality of the papers and asked for their gratitude to be passed on to the authors.

88/23 Date of next meetings

Thursday 21 November 2024

Thursday 03 April 2025

Thursday 10 July 2025

Action Log

Minute	Action	Responsibility	Board Due Date	Status
M72/23	Sexual Harassment and Violence policy: Governors asked the University to make sure the policy clearly outlined how police involvement impacted the University's own processes.	KK	November 2024	To close
M74/23	Honorary Awards Process: The list of current Honorary Graduates would be circulated to governors after the meeting.	CH	Immediate	Closed
M75/23	University and Students' Union Code of Practice: Governors requested that section 2.26, which related to sexual misconduct, referenced the new Sexual Harassment and Violence policy.	KK	November 2024	To close