Confirmed Minutes – without reserved items.

Board of Governors

Held on 27 November 2025, at 09:30

Present:	Dame Julia Unwin	Chair of the Board of Governors
	Jennifer Adams	Chair, Audit & Risk Committee
	Neil Braithwaite	Chair, Finance & Capital Development Committee
	Alison Davies	Chair, People Committee
	The Rt Revd Richard Frith	Chair, Foundation Committee
	Prof. Karen Bryan OBE	Vice Chancellor & Chief Executive
	Ann-Marie Mafura	Student Governor *(11:25-13:00 only)*
	Mohammed Ali OBE	Governor *(09:30-12:30 only)*
	Brian Chiyesu	Governor
	Dr Avijit Datta	Governor
	Andy Falconer	Governor
	Mark Fordyce	Governor
	Pauline Waterhouse OBE	Governor
	The Rt Revd Dr Flora Winfield	Governor *(09:30-11:00 only)*
In attendance:	Dr Rob Hickey	Chief Operating Officer
	Kathryn Kendon	University Secretary & Registrar
	Prof. Rob Mortimer	PVC: Research & International
	Mia Bryden	Head of Governance and Compliance
	Christopher Howell	Minuting Secretary
Apologies:	Andrew Chang	Governor
	The Very Revd Dominic Barrington	Governor
	Prof. Richard Bourne	PVC: Education

01/25 Welcome, Apologies, and Chair's Business

The Chair welcomed everyone to the meeting and apologies were noted. The Chair extended a further warm welcome to Bishop Flora Winfield who was attending her first meeting of the Board of Governors.

The first Board meeting of the academic year focussed on a range of strategic matters, as well as approvals for a range of statutory items., A discussion session for Governors was scheduled after the meeting, focusing on financial sustainability (particularly in the context of diversification and horizon scanning).

The Chair confirmed that she had now been officially appointed as the Chair of the Charity Commission, following a 'preferred candidate' announcement earlier in the month by the Government. The Chair noted that she was very sorry to be leaving the University, but appreciated there would be a conflict of interest to remain in the role. The Chair added that she is fully committed to her role at York St John until she officially steps down at the end of the academic year. Initial plans for recruiting a successor were being developed and this would be led by Governors in the new calendar year.

Governors were informed that Dr Matt Coxon had chosen to step down from his role as Staff Governor on 06 November 2025 This was to enable him to focus on his academic role. Governors were keen a new staff representative was appointed quickly. The Secretariat had started the process to find a replacement. The Chair had also asked that other avenues for Governors to hear the staff voice were also explored.

The Chair reflected on the previous week's graduation ceremonies. The ceremonies had been a great success and continued to play a significant part in the student experience at York St John. On behalf of the Board, the Chair asked for thanks to be passed on to all of those involved.

On 07 November 2025, the Board had held a meeting to discuss their response to the Committee of University Chairs (CUC) Call for Evidence regarding the CuC Higher Education Code of Governance review. The consensus around the sector was that the Code should remain principles-based and be flexible, so that organisations could adapt it to their identity and structure.

Paper BoG.25.01.01 was received. The Chair spoke to the paper, which related to a letter from Professor Edward Peck, Chair of the Office for Students (OfS).

In November, Professor Peck had written to the chairs of university boards to share a report on the OfS's view of emerging risks across the sector. The risks identified were:

- Financial pressures
- Significant change programmes
- Third-party and off-campus delivery
- Misuse of public funding
- Legal compliance following commencement of new free speech duties.

The Board of Governors **noted** the Chair's update and **discussed** the OfS report on emerging risks. It was noted that these risks would be considered by Audit and Risk Committee as necessary and relevant, but would remain on the agenda of the whole board throughout the year.

02/25 Declarations of Interest

Governors agreed that Executives should participate in the discussion regarding agenda item 19, 'Executive Board terms of reference', as this would ensure the role boundaries between the Board of Governors and Executive Board could be appropriately discussed and defined.

In accordance with the Articles of Association, the Board of Governors noted that if she had arrived by that time, the Student Governor, Ann-Marie Mafura, would leave the room for agenda item 20, 'OfS Reportable Events', due to the report's content.

03/25 Board of Governors' Statement of Primary Responsibilities and Schedule of Business

Paper BoG.25.01.02 was received. The University Secretary & Registrar spoke to the paper.

Annually, the Board of Governors reviews its Statement of Primary Responsibilities and schedule of business.

Several amendments were proposed to the Statement of Primary Responsibilities for 2025-26. These related to making more explicit the Board's role to challenge and horizon scan, particularly in relation to York St John's financial sustainability.

The Board requested one further change to the Statement of Primary Responsibilities. This was to include the Board's role in engaging with the development of the University's Strategy. The Statement currently stated the Board's role was to "approve" the Strategy, but in practice Governors were involved with its creation too. **CH**

The schedule of business had been updated to reflect the items for consideration by the Board in the 2025-26 academic year.

The Board of Governors received the report and:
a) **approved** its Statement of Primary Responsibilities.
b) **approved** its schedule of business.

Secretary's Note: After the meeting, point 1 of the Statement of Primary Responsibilities was amended to read "To play an active role in shaping, supporting and approving the mission and strategic values of the institution …". The action was closed on this basis.

04/25 Minutes of the meeting held on 10 July 2025

The minutes from the meetings held on 10 July 2025 were **approved** as an accurate record.

05/25 Matters Arising

Reserved minute: commercially sensitive and Freedom of Information exempt

There was one matter arising, which related to action taken under the Code of Conduct.

06/25 Strategy: Indicators of Success Progress Report

Paper BoG.25.01.03 was received. The Vice Chancellor & Chief Executive spoke to the paper.

The report provided an update on progress against the University for Social Impact Strategy's Indicators of Success. The Governors were pleased to note that all Strategic frameworks, roadmaps and enabling plans were now approved and in place.

Governors noted that two new appendices had been added to the report, which aimed to support the Board's strategic oversight. The first showed the link between the Indicators of Success and the strategic aims. The second was to include the Board Assurance Framework, which had undergone significant changes since Governors had last received it. These had been developed following discussions involving the Chair of Audit & Risk Committee, the Director of Strategy and Projects and the Head of Governance and Compliance.

In terms of updates regarding specific indicators:

- 'Score consistently in the top quartile of student satisfaction measures' = the indicator had been rated as "major concerns on progress". York St John had seen good progress across its student survey data and made good progress on projects related to this indicator. However, other parts of the HE Sector were advancing faster in this objective and for that reason the University is further down the League Table rankings. Governors were advised that this was due to several factors: the use of time lagged continuation data, the institution's weaker spend per student measure (driven by the University's efficient organisational model), and dependency on tuition fees.

  Looking ahead, there were also concerns regarding the OfS's potential use of the Longitudinal Education Outcomes (LEO) data, as part of its proposed methodology for the Teaching Excellence Framework (TEF). Governors noted that the risk related to the University's League Table positioning had been assigned to People Committee.

- 'Double the scale of our research and innovation' = the University was making good process having improved across all the metrics used to measure this indicator. For example, the amount of Quality-Related (QR) funding had notably risen, as had the number of research students.

- 'Demonstrate students and staff from all cultures and backgrounds feel valued within the YSJ community' = good progress had been made in relation to this indicator. This could be seen through responses for the Postgraduate Taught Experience Survey (PTES), YSJ Experience Survey (YES) and the staff survey which had all improved. Governors noted that there were still some issues highlighted in the staff survey, which would be addressed by the People & Culture Plan.

- 'Empower more students to secure meaningful employment or progress onto further study' = this indicator was classified as 'major concern on progress'. Given the nature of this indicator, there was a notable lag between action (e.g., the Work-Related Experiential Learning implementation) and the Graduate Outcome survey results. This indicator was also significantly impacted by the declining graduate jobs market, which was beyond the University's control.

The Board of Governors discussed the report.

07/25 Vice Chancellor & Chief Executive's Strategic Update

Reserved minute: commercially sensitive and Freedom of Information exempt

Paper BoG.25.01.04 was received. The Vice Chancellor & Chief Executive spoke to the paper.

At each meeting, the Board of Governors receives a strategic update from the Vice Chancellor.

On 20 October 2025, the Government published its Post-16 Education and Skills Strategy White Paper. The white paper sets out a series of high-level proposals designed to support delivery of the Industrial Strategy through the development of skills which better align to the needs of the country's economy. Highlights included:

- Increasing undergraduate tuition fee caps in line with forecast inflation for the next two academic years.
- Future fee rises being conditional on achieving higher quality thresholds through the OfS quality regime.
- The reintroduction of means-tested maintenance grants for students studying certain subject areas.
- A clear focus on developing a more collaborative, flexible, and specialised approach to higher education.
- Undertaking a consultation on introducing breakpoints in degree programmes.

The Government had also set forth their continued commitment to delivering the Life Long Learning (LLE) model which will replace the current post-18 student finance system in September 2026 (for courses and modules starting from January 2027). This system will provide eligible new learners access to funding equivalent of up to four years of full-time study. The funding can be utilised in a flexible way across full courses and individual modules linked to the Government's priority skills areas. York St John has been registered as an approved LLE provider, but was not currently planning modular based delivery.

Over the summer, York St John had carried out a mock OfS exercise to assess its preparedness in the event of a formal investigation. The exercise found no major concerns in the University's preparedness, but offered valuable insights and recommendations.

The University had seen significant engagement with its new Student Hub. Between 28 July and 16 September 2025, the Hub processed over 590 in-person visitors and 2,300 phone calls, alongside 2,000 interactions with its online portal. The Student Hub's data-led approach has enabled the University to capture trends in queries, with the most frequent enquiries during this period relating to finance, IT support, enrolment, visa support and timetabling. This data will be used to map enquiry trends across the academic year, so the University can tailor support accordingly. As expected, there had been several teething problems during the first few months, with a range of actions being undertaken to address.

In October 2025, York St John secured an entry point in the Times Higher Education World Rankings. The 18 indicators which shape the University's results have seen the institution rank between 1001-1200th place, out of 2,191 institutions globally.

The University was currently recruiting for several senior roles, including: a Director of Business Development and Knowledge Exchange; Head of School for Education, Language and Psychology; Head of School for Science, Technology & Health, and an Associate PVC: Student Experience and Outcomes.

Last week, the Vice Chancellor and Mayor of York & North Yorkshire opened the York Business Festival. The festival had been well-received and there were a range of good opportunities for students, the Law Clinic, and the Enterprise Centre.

The Board of Governors **discussed** the report.

08/25 YSJ Innovations – Lessons Learned Review

Reserved minute: commercially sensitive and Freedom of Information exempt

Paper BoG.25.01.05 was received. The University Secretary & Registrar spoke to the paper.

09/25 Students' Union report

It was agreed that paper BoG.25.01.06 would be discussed later in the agenda, so the Student Governor could present (M26/25).

10/25 Learning for York St John from the Report by Pamela Gillies into the situaiuton at the University of Dundee Report

Paper BoG.25.01.07 was received. The University Secretary & Registrar spoke to the paper.

This paper provided reflections on, and learning from, the crisis at the University of Dundee and subsequent Gillies Report, setting out considerations for York St John.

In general, the report reflected that governance processes at York St John were in a good place, but improvements can always be made.

The Board of Governors praised the report and agreed with the proposed recommendations. They were particularly keen to ensure that Governors heard a range of staff voices, and discussed the existing mechanisms in place to do so including the Joint meeting with Academic Board and the ability to invite additional staff to meetings to present papers where relevant. They were also keen to ensure that all Board members felt able to test the thinking behind proposals and perspectives presented in papers.

Governors highlighted the importance of culture and how quickly this can become an issue for an institution and at board-level, so regularly monitoring is key. It was suggested that the name of People Committee could be changed to the People & Culture Committee to reinforce the importance of 'culture'.

The Board of Governors received the report and:

a) **discussed** the reflections on the report about the University of Dundee in the context of York St John;
b) **noted** the actions already underway; and,
c) **endorsed** the additional recommendations proposed.

Flora Winfield left the meeting.

11/25 York St John University Annual Report and Financial Statements

Paper BoG.25.01.08a was received. The Chair of Audit & Risk Committee, Chair of Finance & Capital Development Committee (FCDC), and the Chief Operating Officer spoke to the paper.

Each year, the Board of Governors reviews and signs off the Annual Report and Financial Statements as part of YSJ's statutory financial return.

The Annual Report and Financial Statements had undergone several layers of scrutiny prior to the meeting, including by Audit & Risk Committee, FCDC and Executive Board.

The University made a £9.5m surplus for 2024-25. This positive performance was due to strong student recruitment, improved continuation rates, and robust financial control.

The Board commended the excellent outcome for the University and also praised the design of the report. They asked for their thanks to be passed on to everyone involved.

The Board of Governors **approved** the Annual Report and Financial Statements.

12/25 York St John University External Audit Highlights Memorandum

Reserved minute: commercially sensitive and Freedom of Information exempt

Paper BoG.25.01.08b was received. The Chair of Audit & Risk Committee and the Chief Operating Officer spoke to the paper.

The report summarised the results of BDO (External Auditors) completing the planned audit approach for the year ended 31 July 2025.

13/25 Letter of Representation from the Board of Governors to the External Auditors

Paper BoG.25.01.08c was received. The Chair of Audit & Risk Committee and the Chief Operating Officer spoke to the paper.

The Letter of Representation is a key part of the assurance framework and:

- acknowledged the responsibilities of the Board of Governors;
- confirmed that the Board of Governors was not aware of any irregularities or occasions where legal or regulatory requirements had been breached; and,
- confirmed that the auditors had full access to all records and information required for their audit.

The Chair of Audit & Risk Committee noted that, following the completion of BDO's term, the University was currently undergoing a tender exercise to appoint an External Auditor from 01 April 2026.

The Board of Governors **approved** the Letter of Representation from the Board of Governors to the External Auditors.

14/25 Degree Outcome Statement

Paper BoG.25.01.09a was received. The Vice Chancellor & Chief Executive spoke to the paper.

The Degree Outcomes Statement outlined the University's commitment to protecting the value of the institution's degrees. It demonstrated a transparent, consistent and fair approach to academic standards. The Statement covers undergraduate students only.

The percentage of students achieving first-class or upper-second class honours degree rose by 0.7% between 2023-24 and 2024-25. Despite this rise, the percentage of good degrees did not currently fall within the University's target range. Furthermore, the number of students achieving a first-class honours degree had declined. Governors noted that the University Assessment Board would discuss these outcomes in detail and identify any actions required.

There had been a further reduction in the attainment gap for black and minority ethnic students in 2024-25, which was positive. The Access and Participation Plan Steering Group oversees activity in this area, aiming to reduce or remove attainment gaps across a range of protected characteristics.

The Board of Governors received the report and:

a) **approved** the Degree Outcomes Statement 2024-25;
b) **noted** that the University Assessment Board would consider any actions required in response to our degree outcomes data; and,
c) **noted** that further information on academic quality and standards is captured in the Annual Quality Report.

Ann-Marie Mafura joined the meeting.

16/25 Student Casework annual report

Paper BoG.25.01.09b was received. The Head of Governance & Compliance spoke to the paper.

The Student Casework annual report provided an overview of casework activity for the academic year 2024-25, covering disciplinary cases, complaints, academic appeals, academic misconduct, and referrals to the Office of the Independent Adjudicator (OIA).

Key headlines included:

- A 35% increase in disciplinary cases, which was partially expected due to the growth in student population and the ongoing efforts to encourage reporting. A rise in fraudulent tuition payments to the University was a key aspect of this.

- A 15% increase in complaints. Common themes included concerns about: reasonable adjustments, accessibility, the quality of supervision, research procedures and support, and accommodation issues. More complaints were being upheld, or partially upheld, than not, which suggested the University was not always getting things right first-time round.

- A 65% increase in academic misconduct cases, compared to 2023-24 (this followed a 33% increase from 2022-23 to 2023-24). This number was likely to increase, as a number of cases were still being processed. 93% of academic misconduct cases had been upheld. Misusing artificial intelligence was the main reason for academic misconduct. 68% of academic misconduct cases involved International students.

The University and the Students' Union will be undertaking research to understand motivations and incentives for students committing Academic Misconduct to develop mitigation measures.

In terms of artificial intelligence, the Board was advised that the University was exploring how students could use artificial intelligence, while maintaining academic integrity. There was no desire or intention for the University to move to exams-only assessment. This was because this would disadvantage certain types of students, as well as ignore the fact that artificial intelligence had become part of everyday life. The Board requested a future item on artificial intelligence at an appropriate juncture. **CH**

The Board of Governors **discussed** the Student Casework annual report.

17/25 Risk Management Policy and Risk Appetite Statement

Paper BoG.25.01.10 was received. The Chair of Audit & Risk Committee and the Chief Operating Officer spoke to the paper.

The Board of Governors reviews the Risk Management Policy and Risk Appetite Statement on an annual basis. The Risk Management Policy's purpose is to establish the University's approach to risk management and to describe the context of risk management as part of the overall system of internal controls. The Risk Appetite Statement sets out the University's risk appetite across key strategic and operational areas.

Minor changes were proposed to the Risk Management Policy, which were mainly to update terminology.

The Risk Appetite Statement had been updated to reflect the Board session on risk appetite in 2024-25. The changes related to activity around the Institutional Strategy (shift to a more cautious approach now that the strategy had been approved) and People & Culture (shift to a more innovative approach based on the ambitions within the People and Culture Enabling Plan).

The Board noted that an internal audit on risk management was scheduled for the current academic year.

The Board of Governors **approved** the Risk Management Policy and Risk Appetite Statement to the Board of Governors.

18/25 Scheme of Delegation

Paper BoG.25.01.11 was received. The Head of Governance & Compliance spoke to the paper.

The Scheme of Delegation documents where authority rests within the University for specific decisions made in the University's name and supports compliance with Element 1 of the HE Code of Governance: Accountability.

Proposed amendments were:

- 1.19 – 'University Policies' final authority to be amended to in accordance with the relevant Boards or Committees terms of reference.
- 1.25 – to add the PVC: Research & International as a delegated authority for confidentiality agreements;
- 1.26 – to add a new item for 'OfS Reportable Events'; and,
- to update 'Associate Pro Vice Chancellor' to 'Director of Business Development and Knowledge Exchange' throughout the document.

The Board of Governors **approved** the amendments to the Scheme of Delegation.

19/25 Modern Slavery Statement

Paper BoG.25.01.12 was received. The Head of Governance & Compliance spoke to the paper.

In accordance with Section 54 of the Modern Slavery Act 2015, the University is required to prepare a slavery and human trafficking statement for each financial year, setting out what steps it has taken to ensure modern slavery is not taking place in its business or supply chains.

Minor changes were proposed, including adding references to Report and Support for Staff, the new Ethical Framework for Financial Transactions, and checks against the Government's debarment list.

Two further changes were requested. The first was to update the financial information to reflect the Annual Report & Financial Statements 2024-25 (M11/25). The second was to amend the wording regarding board level **CH** representation within the Higher Education Procurement Association to make clear this role is undertaken by the Head of Commercial Strategy.

The Board of Governors **approved** the Modern Slavery and Human Trafficking Statement.

Secretary's Note: After the meeting, the Modern Slavery and Human Trafficking Statement was updated accordingly and signed by the Vice Chancellor. The action was closed on this basis.

20/25 Prevent Duty Report and Risk Assessment

Paper BoG.25.01.13 was received. The University Secretary & Registrar spoke to the paper.

The University has a statutory duty to demonstrate due regard to the Prevent Duty. This report provided assurance to the Board of Governors and to the OfS on the University's approach to Prevent between 01 August 2024 to 31 July 2025.

The University did not make any reports under the Prevent Duty return during this period.

Governors were assured that the University had appropriate processes to ensure compliance with its obligations under the Prevent Duty. This included a 91.4% training completion rate of the University's 'Safe and Supported in HE' training by staff members and engagement with regional Prevent coordinators and groups in both York and London.

The Board of Governors requested an update on the University's implementation of the Terrorism (Protection of Premises) Act 2025, also known as Martyn's Law. The Security Industry Authority (SIA) had been appointed as the regulator for this Act. Over the next two years, the SIA will develop guidance about how it will exercise its functions, including its enforcement powers. While the University awaits this guidance, it was undertaking minor decisions where possible, as well as liaising with other organisations (e.g., York Minster).

The Board of Governors received the report and:

a) **discussed** the attached Annual Prevent Report 2024-25;
b) **discussed** the Prevent Duty Risk Assessment and Action Plan (updated October 2025);
c) **approved** the University's Prevent Data Return and declarations for onward submission to the OfS; and,
d) **noted** the changes to the Prevent Policy approved by the Health, Safety and Wellbeing Committee on 04 November 2025.

21/25 Annual Health & Safety Report to the Board of Governors

Paper BoG.25.01.14 was received. The University Secretary & Registrar spoke to the paper.

The Annual Health & Safety Report assists the Board of Governors in the discharge of its collective and individual responsibilities for health and safety. The report provided an overview of health and safety developments in the 2024-25 academic year.

As the Governor representative on the Health, Safety & Wellbeing Committee, Alison Davies advised that the Committee was functioning well and particularly praised the work of Matt Bellew, the Health & Safety Advisor, for his considered and supportive approach to health and safety audits.

The Board noted that the Committee was closely monitoring the level of health and safety incidents reported. This was due to seeing a fall in cases over the last two years, despite York St John's growth in student and staff numbers.

Governors also noted that two health and safety claims had been concluded in the last academic year.

The Board of Governors **endorsed** the report.

22/25 Collective Action to Prevent Suicide

Paper BoG.25.01.15 was received. The University Secretary & Registrar spoke to the paper.

The Collective Action to Prevent Suicide report considered the sector guidance on 'Collective responsibility collective action to prevent student suicide' and the relevance to York St John.

16 actions underpinned five priority areas that the University was focusing on:

- reducing potential lethality and risks on site;
- increase opportunities, skills and capacity for human intervention;
- safety planning and opportunities for help seeking;
- safety and image of high-risk locations; and,
- serious incident review and local suicide audit.

The Health, Safety & Wellbeing Committee had recently agreed this work should be incorporated with the University's Mental Health Charter and progress on the action plan should be a priority for the University's work under that Charter. The Board highlighted the importance of considering mental health supportive measures as part of this work.

The University was using past internal and external cases to help shape activity. For example, looking at how to ensure communications are compassionate and supportive.

The PVC: International & Research provided an example from the York Business Festival of work undertaken by students around men's mental health and suicide prevention. This work had highlighted the necessity for the different approaches to support the University's diverse student population.

The Board of Governors **discussed** the report.

23/25 Executive Board Terms of Reference

Paper BoG.25.01.16 was received. The Vice Chancellor & Chief Executive spoke to the paper.

The terms of reference set out the remit of Executive Board. As part of York St Johns's of lessons learned from other universities, an action was agreed that approval should be undertaken by the Board of Governors going forward.

Governors were supportive of the principles-based approach to the terms of reference, as this allowed the Executive Board's remit to be appropriately flexible in responding to developments.

The Board requested two amendments to the terms of reference:

- updating that the Board of Governors role is not only to "approve" the University's Strategy, but to engage with its development (as agreed earlier in the meeting M03/25); and, **CH**
- to make clear that the Executive Board is responsible for the creation of policies, as well as overseeing their development.

The Board of Governors received the report and:

a) **approved** the Executive Board terms of reference; and,
b) **confirmed** future approval should be undertaken by the Board of Governors (not Governance and Nominations Committee).

Secretary's Note: The requested amendments were made after the meeting. The action was closed on this basis.

24/25 OfS Reportable Events

Reserved minute: commercially sensitive and Freedom of Information exempt

The Student Governor left the meeting for this item.

Paper BoG.25.01.17 was received. The University Secretary & Registrar spoke to the paper.

The Student Governor re-joined the meeting.

25/25 Activity reports from: Academic Board; Audit & Risk Committee; Finance & Capital Development Committee; Foundation Committee, Governance & Nominations Committee; Health, Safety & Wellbeing Committee; and People Committee

Paper BoG.25.01.17 was received. The Chairs of Academic Board and respective committees spoke to the item.

The report provided an overview of the meetings held by Academic Board, Health, Safety & Wellbeing Committee, and sub-Committees of the Board of Governors between July and November 2025.

Following a discussion at Governance & Nominations Committee in October 2025, it had been agreed that this area of the Board of Governors meeting would be expanded to ensure all Governors had awareness of the activities being undertaken across its remit.

Key highlights included:

- Dominic Barrington, the Dean of York, had decided to leave the Board of Governors at the end of his current term. The University was exploring ways to ensure that its important relationship with York Minster was maintained.

- Academic Board had received updates on the delivery of Learning, Teaching & Student Experience Framework and developments of the YSJ Pedagogy action plan. They had also discussed the University's Guidance on Generative Artificial Intelligence.

- The outcome of an internal audit report on UK Visa & Immigration (UKVI) compliance was highlighted to the Board by the Chair of Audit & Risk Committee. Actions from the report were being progressed by the UKVI Oversight Group and Audit & Risk Committee would receive an update on this at its March meeting.

- Finance & Capital Development Committee had held good discussions around the future financial challenges faced by the University and sector. Governors would hear more about these challenges in the discussion session after the meeting.

- The Chair of Foundation Committee highlighted the excellent work being undertaken by the University Chaplain and her team, as the Chaplaincy continued its shift to truly representing all faiths and none. The Chair also highlighted a presentation on Paganism and the Vice Chancellor verbal report on the impact of global events on York St John's community.

- Health, Safety & Wellbeing Committee had received a range of reports on the health and wellbeing of staff and students. Governors were advised that there had been a notable increase in staff absence over the last year. Benchmarking data was not yet available to know if this was a sector-wide issue. The Committee had also focused on its new responsibility around the OfS E6 condition – harassment & sexual violence.

- The Chair of People Committee highlighted a deep dive presentation on 'Student Journey Programme Boards'. The Chair also noted that the University's People & Culture Plan would be brought back to the Committee for further discussion.

The Board of Governors **noted** the report.

26/25 Students' Union report

Paper BoG.25.01.06 was received. The Student Governor spoke to the paper.

The report updated the Board of Governors on the latest activities of the Students' Union (SU).

During the Welcome Week for the September 2025 cohort, the SU Presidents had actively engaged in enrolment activities at the York campus, especially relating to enquiries received by the Student Hub. The Presidents observed challenges during the International student physical enrolment process and had been involved in discussions to improve the process for future intakes. A revised approach to enrolment had since been agreed.

Black History Month took place in October 2025. Working with students and wider community, a range of activities and events took place to celebrate, educate, and showcase the talent of Black students and individuals across York.

The SU has launched a new initiative called the ‘Find Your…’ campaign. This campaign slogan will headline different topics throughout the year associated with student events, issues, advocacy and key annual campaigns, becoming a recognised campaign brand for students.

The Student Governor detailed a range of initiatives and actions aimed at increasing opportunities that enable students to become more employable. This included working with the University and academic tutors to ensure the guidance and support received by students was consistent and appropriate.

Due to its financial outlook, the SU was exploring a new model for the utilisation of resources within the organisation. This was being supported by an external consultant. Members noted the scope had changed since discussed at Finance & Capital Committee, and the Committee will receive a progress update at its next meeting.

The University and SU were currently working together to develop a new Memorandum of Understanding. This was due to be received by the Board of Governors in March 2026.

Going forward, Governors noted that the Chair and Student Governor would publish a report on the activities of the Board, as the Chair currently produces for staff members.

The Board of Governors **noted** the report.

Mohammed Ali left the meeting.

Part D and E of the agenda

After being reviewed by Academic Board or a sub-Committee of the Board of Governors, the following starred items were in the Part D (Items for approval) or Part E (Items for information) sections of the meeting’s agenda. No request was made by Governors before the meeting for these items to be brought forward to Part B (Items for discussion). The items were therefore approved or noted without a full discussion, but Governors were invited to ask any questions.

While this was usual for Part E items, the Board was trialling approving certain items without discussion at this meeting. Governors agreed there was benefits in this process for some items and acknowledged it was used by other organisations. However, they challenged if it was appropriate for the financial items to be included in this section, while noting the afternoon discussion session would also consider the financial direction of the University and sector.

27/25* Revenue and Capital Budget

Paper BoG.25.01.19a was received.

The report set out the Revenue and Capital Budget for 2025-26.

The Board of Governors received the report and:

a) **approved** the 2025/26 Revenue and Capital Budget;
b) **approved** the approach to meeting the Going Concern requirement; and,
c) **noted** the position in relation to the in-year Financial Risk Assessment.

28/25* Five-Year Forecast

Paper BoG.25.01.19b was received.

The report outlined the financial Five-Year Forecast for 2025-26 to 2029-30.

The Board of Governors received the report and:

a) **approved** the Five-Year Forecast, including the assumptions underpinning the Budget scenario presented. The Forecast will be submitted to the OfS as part of the Annual Financial Return;
b) **noted** the Headroom in performance against the University's banking covenants, which was considered both prudent and deliverable; and,
c) **noted** that an update of the revised Five-Year Forecast would be presented to the February 2026 meeting of the Finance and Capital Development Committee.

29/25* Capital investment plan

Paper BoG.25.01.19c was received.

This paper outlined proposed capital investment within YSJ for 2025-26, 2026-27 and 2027-28.

The Board of Governors received the report and:

a) **approved** of the overall capital investment in 2025-26;
b) **noted** current draft proposals for capital investment in 2026-27 and 2027-28 respectively, and that these would be built into the University's Five-Year Forecast; and,
c) **noted** the outcome for the University regarding its bid for OfS grant funding.

30/25* Academic Board constitution and terms of reference

Paper BoG.25.01.20a was received.

The terms of references outlined the remit of Academic Board.

The Board of Governors **approved** the constitution and terms of references of the Academic Board.

31/25* Research Ethics and Integrity annual report

Paper BoG.25.01.20b was received.

The Research Ethics and Integrity annual report provided details of YSJ's actions and improvements to ethics processes as part of its commitment to the Concordat on Research Ethics and Integrity.

The Board of Governors **approved** the University Research Ethics and Integrity Annual Report

32/25* Annual report from Audit & Risk Committee to the Vice Chancellor & Chief Executive and the Board of Governors

Paper BoG.25.01.21 was received.

In accordance with the Higher Education Audit Committees Code of Practice (May 2020), Audit & Risk Committee provides an annual report to the Vice Chancellor and Board of Governors to support the preparation of the published financial statements. This report related to the work carried out by the Audit & Risk Committee for the Financial Year 2024-25, including the point of sign-off by the Committee for the financial statements in November 2025.

The Board of Governors **noted** the report.

33/25* Annual report from Internal Auditors

Paper BoG.25.01.22 was received.

The report from the PwC (Internal Auditors) outlined the internal audit work carried out for the year ended 31 July 2025. Audit & Risk Committee requires the Head of Internal Audit to provide a written report and annual internal audit opinion to the Board of Governors and Audit & Risk Committee.

The annual opinion of the Internal Auditors was 'Reasonable / Moderate Assurance'.

The Board of Governors **noted** the report.

34/25 Any other business

There was no other business to discuss.

35/25 Review of the meeting

The Board highlighted the high volume of papers at this meeting, while recognising the need for Governors to receive detailed information. It was also acknowledged that this was a problem across many sectors, as the remits of boards were being increased through external legislation and regulations. York St John is committed to effective governance and it was agreed that the University needed to find a way to discharge responsibilities in a manageable way. The secretariat was asked to consider this issue. **KK/MB/CH**

36/25 Date of next meetings

Discussion Day – 30 January 2026

Board of Governors – 26 March 2026

Joint meeting with Academic Board – 15 May 2026

Board of Governors – 09 July 2026

Action Log

Minute	Action	Responsibility	Board Due Date	Status
M03/25	**Statement of Primary Responsibilities:** The Board requested one further change to the Statement of Primary Responsibilities. This was to include the Board's role in engaging with the development of the University's Strategy. The Statement currently stated the Board's role was to "approve" the Strategy, but in practice Governors were involved with its creation too.	CH	Immediate	Closed
M16/25	**AI:** The Board requested a future item on artificial intelligence.	CH	November 2026	In progress
M19/25	**Modern Slavery Statement:** Two further changes were requested. The first was to update the financial information to reflect the Annual Report & Financial Statements 2024-25 (M11/25). The second was to amend the wording regarding board level representation within the Higher Education Procurement Association to make clear this role is undertaken by the Head of Commercial Strategy.	CH	Immediate	Closed

M23/25	**Executive Board terms of reference:** The Board requested two amendments to the terms of reference: • updating that the Board of Governors role is not only to “approve” the University’s Strategy, but to engage with its development (as agreed earlier in the meeting M03/25); and, • to make clear that the Executive Board is responsible for the creation of policies, as well as overseeing their development.	CH	Immediate	Closed
M35/25	**Paper volume:** The Board highlighted the high volume of papers at this meeting, while recognising the need for Governors to receive detailed information. It was also acknowledged that this was a problem across many sectors, as the remits of boards were being increased through external legislation and regulations. York St John is committed to effective governance and it was agreed that the University needed to find a way to discharge responsibilities in a manageable way. The secretariat was asked to consider this issue.	KK/MB/CH	March 2026	To close