Confirmed Minutes – without reserved items.

Board of Governors

Held on 26 March 2026, 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 and Chief Executive
	Ann-Marie Mafura	Student Governor
	Holly Keable	Staff Governor
	Mohammed Ali OBE	Governor
	Andrew Chang	Governor
	Brian Chiyesu	Governor
	Dr Avijit Datta	Governor
	Andy Falconer	Governor
	Mark Fordyce	Governor
	Pauline Waterhouse OBE	Governor
In attendance:	Prof. Richard Bourne	PVC: Education
	Dr Rob Hickey	Chief Operating Officer
	Kathryn Kendon	University Secretary & Registrar
	Prof. Rob Mortimer	PVC: Research & International
	Joanna Watson	GGi representative
	Mia Bryden	Head of Governance and Compliance
	Christopher Howell	Minuting Secretary
Apologies:	The Very Revd Dominic Barrington	Governor
	The Rt Revd Dr Flora Winfield	Governor

37/25 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 Holly Keable who was attending her first meeting of the Board of Governors as the University's new Staff Governor.

The Chair also welcomed Joanna Watson, GGi representative, who was in attendance to observe the Board as part of an external governance review. Governors will have the opportunity to meet with GGi and discuss their views on the University's governance between April and June.

The Chair noted that it was a very difficult time for the Higher Education sector, with considerable change, increased scrutiny, and numerous challenges. All institutions will be required to make tough decisions, with governing bodies playing a fundamental role in ensuring universities still delivered for their communities.

The University's new Leading YSJ Framework had been circulated to the Board alongside the meeting's papers. Governors were asked to familarise themselves with this Framework and to ensure the Board held itself to account.

The Chair reflected on the recent London graduation ceremonies. The ceremonies had been a great success and continued to play a significant part in the student experience at York St John.

The planning regarding recruiting a new Chair had been making good progress and was expected to go live at the end of the month. Governors were encouraged to promote the vacancy through their networks.

The Board was advised that the Committee of University Chairs had drafted its new Code of Governance, but the sector was still waiting for the final version to be published.

The Board of Governors **noted** the Chair's update.

38/25 Declarations of Interest

In accordance with the Articles of Association, the Student Governor, Ann-Marie Mafura, had an interest in Briefing no. 2 under matters arising (M40/25) and would leave the room for this item.

The Chair of Finance & Capital Development Committee, Neil Braithwaite, declared an interest in agenda item 12 - Deputy Chair role (M47/25). It was agreed he would leave the room for this item.

Governors Andy Falconer and Pauline Waterhouse declared interests in agenda item 13 – Governor reappointments (M48/25). It was agreed they would leave the room for this item.

The Chief Operating Officer noted their trustee role at York College. The Board agreed that while it was unlikely discussions around the Vice Chancellor and Chief Executive's strategic update (M42/25) would require the Chief Operating Officer to leave the room, this would be kept under consideration as the discussion developed.

39/25 Minutes of the meeting held on 27 November 2025

The minutes from the meetings held on 27 November 2025 were **approved** as an accurate record.

40/25 Matters Arising

There were four matters arising:

.1 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.*

This action has been considered by the secretariat. The Board was advised that the regulatory load and associated requests for additional information made it challenging to reduce the paper volume. Similarly, it was advised that it was not feasible to circulate the papers any further in advance of the meeting. The Board appreciated this view and acknowledged there was a delicate balance to ensure they received enough information to enable them to carry out their responsibilities. The secretariat had noted that it continued to consider alternative ways of presenting papers where this would benefit discussion.

The Board of Governors **agreed** to keep the action open and Governors were encouraged to share any ideas of alternative ways of presenting papers or reducing paper length effectively with the secretariat.

.2 Chair's Action – Scheme of Delegation

On 07 January, the Chair approved a minor amendment to the Scheme of Delegation.

The change was: 'To add 'University Secretary and Registrar, liaising with others as relevant' to the 'Recommendation From' column (which was previously blank) in Item 7.1 - 'Contracts not subject to special treatment by virtue of type or value as specified elsewhere in the Scheme of Delegation'.

The Board of Governors **noted** the Chair's action.

.3 Briefing note 1

The Board was informed of a recent incident at the Students' Union (SU). Former students had been present at an event at the SU, where their behaviour had caused distress for current students. The SU had investigated the incident under their Disciplinary Policy, with the University providing support.

The incident had raised wider concerns from students regarding their safety on campus. The SU and the University were working together to understand why some students were feeling unsafe. This included trying to separate genuine concerns and issues from the perception being heightened by comments on social media.

A range of measures were being considered to support students to feel safe on campus.

The SU and senior leaders at the University had met with a range of students and encouraged them to use the 'Report and Support' system or to contact the Head of Governance & Compliance directly. However, this had not seen any increase in students reaching out to the SU or University.

The Board voiced their concerns about the incident and emphasised the importance of hearing the student voice.

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

.4 Briefing note 2

Reserved minute: commercially sensitive and Freedom of Information exempt

Ann-Marie Mafura left the meeting for this item.

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

Ann-Marie Mafura re-joined the meeting.

41/25 Strategy: Indicators of Success Progress Report

Paper BoG.25.02.24 was received. The Vice Chancellor and 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 indicators had seen minimal movement since the last meeting, due to the University awaiting a range of data. However, updates were provided on the following:

1. *Score consistently in the top quartile of student satisfaction measures*

   High-level International Student Barometer results had been received that showed the University had an overall student satisfaction score of 93% (a 2% increase). This benchmarked very strongly with the University being rated 8th in the UK and 29th globally. In terms of the UK, York St John was also rated 2nd for overall support, 2nd for learning, and 4th for arrival experience.

   Governors praised this positive outcome for the University.

4. *Evidence increased societal and economic impact*

   The Institute for Social Justice (ISJ) had launched a project that sought to identify the University's social impact, which will play a key role in defining progress against this indicator in the future.

   The Board noted that the University's new Director of Business Development and Knowledge Exchange, Amanda Selvaratnam, was now in post.

8. *Reduce our environmental footprint*

   York St John had risen 91 places in the People & Planet University Green League to 31st position.

9. *Empower more students to secure meaningful employment or progress onto further study*

Graduate employability continued to be a very difficult area for the sector, particularly due to financial sustainability and artificial intelligence (AI) significantly impacting the jobs market. This was particularly notable for universities in the north and midlands of England.

As had previously been reported to the Board, a range of work was being undertaken by the University (e.g., Work-Related Experiential Learning), but this would take several years to be reflected in graduate data.

Governors noted that graduate employability would be the focus of the Academic Board and Board of Governors joint meeting in May.

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

42/25 Vice Chancellor and Chief Executive's Strategic Update

Reserved minute: commercially sensitive and Freedom of Information exempt

Paper BoG.25.02.25 was received. The Vice Chancellor and Chief Executive spoke to the paper.

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

The University's continued focus on quality had become even more crucial. It is possible that future iterations of the Teaching Excellence Framework (TEF) will include provision that will prevent institutions deemed to be offering 'poor quality provision' from implementing fee increases; those institutions might also be subject to student recruitment caps . The University had established a new TEF Readiness Board to oversee work to deliver its Learning, Teaching and Student Experience Strategic Framework, alongside the Access and Participation Plan, to ensure York St John is in a strong position moving into the next submission round. The University had recently appointed Dr Tamsin Bowers-Brown, as the Associate Pro Vice Chancellor - Academic Experience and Outcomes, to oversee this work.

The University was re-focusing its funding streams to align with the Government's Industrial Strategy priorities. York St John had taken pro-active steps to map its research landscape against the eight 'priority sectors' for investment, identifying opportunities to compete for additional UKRI funding streams.

Executives and the Senior Leadership Team were in the process of delivering Insight Sessions for all staff. These sessions updated staff on strategic progress and key challenges, as well as providing the opportunity for staff to ask any questions to the leadership. Attendance levels had been positive, with initial feedback indicating the sessions had been well received.

Following a recent meningitis outbreak at the University of Kent, Governors received assurance that guidance and resources had been shared with relevant University individuals. No cases had been confirmed north of London. While no concerns had been raised by students, the University had received a small number of phone calls from concerned parents.

The OfS had introduced a new condition of registration: E10 – Subcontracting. Governors were advised that the University does not meet the threshold to be required to comply with this condition.

The Board queried if the University's Strategy would need to change given the significant changes in the sector. Executives advised that the Strategy was designed to be future-proofed, but agreed it needed to be kept under review as certain aspects may need to evolve if the fast rate of change continued.

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

42/25 YSJ University and Students' Union Memorandum of Understanding

Paper BoG.25.02.26 was received. The University Secretary & Registrar and the Student Governor spoke to the paper.

The University and SU has a Memorandum of Understanding (MoU). The MoU aims to:

- demonstrate the commitment of the University and the SU to partnership working;
- provide more information on the nature of the relationship between the SU and the University than is available within the SU Code of Practice; and,
- identify obligations on each party towards the other.

A range of individuals from both organisations had recently undertaken a thorough review of the MoU and created a new version. This had already been considered by the SU Governance & Nominations Committee and the University's Executive Board.

Along with the Board, the SU Trustee Board will also be required to approve the MoU.

The Board of Governors **approved** the Memorandum of Understanding.

43/25 Discussion Topic: Freedom of Speech

Following on from the Board's item on Freedom of Speech at its January Discussion Day, a case study was provided for the Governors' consideration. The case study focused on a student society being created, which other students and some staff members believed was contrary to the University's values.

Governors were specifically asked to consider:

- How can the Board gain assurance that appropriate systems are in place to manage tensions around lawful but controversial speech?
- What assurance should the Board seek regarding the Students' Union's compliance with freedom of speech duties, given its separate legal status but integral role in student life?
- How should the Board satisfy itself that the University's approach maintains confidence among students, staff, OfS, and the wider public?
- What lessons would the Board expect the University to learn from this scenario?

The Board discussed the importance of allowing all views within the law to be shared. They agreed that this should be a key characteristic of York St John, and not just a response to recent legislation. The University community should feel able to exchange views and ideas in an open manner, with support measures in place.

The term “Phycological harm” was also explored. Governors agreed that there had been a general shift in society with many people thinking that hearing views that they might find objectionable was unacceptable, when in reality, everyone has a right to express views as long as they are within the law.

The Board encouraged the University to explore training options to support students and staff in relation to Freedom of Speech. This could include the SU leadership team and Society Presidents.

The Board noted that the University had shifted terminology from “safe space” to “brave space”. This was to reflect that people should feel able to share opposing views even though it may cause some distress to others.

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

44/25 Student Governor report, including Annual Students’ Union Accounts 2024-25

Paper BoG.25.02.27 was received. The Student Governor spoke to the paper.

The report updated the Board of Governors on the latest activities of the SU, as well as providing the SU’s annual accounts.

The SU had made a small surplus in 2024-25, but were forecasting a planned deficit for 2025-26. The Board considered how the University supports the SU, balancing the vital role the SU plays to the student experience and the University needing to be assured of the return students were getting for the University’s investment. The Board asked whether there was any benchmarking information covering spend per student for different SUs, whilst noting that ‘gifts in kind’ were treated in different ways at different institutions. **AME**

The Advice Service had seen a significant increase in students seeking support. Students suspected of academic misconduct cases were the main users of the service. The SU was supporting the Advice Service with capacity and was exploring projections regarding service delivery as part of its remodelling project.

The Student Leadership Group was having a very positive impact ensuring student representation was stronger than ever before. This included more course representatives, with feedback highlighting the value of these roles.

The Board asked if the SU felt it had enough expert support from the University and externally. It was agreed this question would be raised directly with the SU to feedback. **AME**

In terms of employability, the Board highlighted a report that showed minority graduates felt significantly more disadvantaged in the job application process compared to graduates. Executives advised the figures were not reflective of the current trend at York St John, where in some cases Black, Asian and Minority Ethnic (BAME) graduates had more confidence in the securing a job. It was added that the levels notably fluctuated for different ethnicities captured under the term BAME. The Student Governor also highlighted a recent joint session with the University of York, which aimed to support BAME students in preparing for applying for jobs. The session had been well received. The PVC: Education noted that he would ensure this area would be covered as part of the Board's Graduate Employability session with the Academic Board in May, with opportunity for People Committee to further explore should they choose to.

Several governors praised the quality of the report and the insight it gave into the student voice.

The Board of Governors received and:

a) **discussed** the report; and,
b) **noted** the SU Annual Report and Accounts 2024-25.

45/25 Annual Quality Report

Paper BoG.25.02.28 was received. The Chair of Audit & Risk Committee spoke to the paper.

While the Board of Governors delegates oversight of academic governance to Academic Board, Governors must still be assured that appropriate structures are in place and all students are receiving a high-quality education. The Board's main assurance item is the Annual Quality Report (AQR).

The AQR draws on information provided to the Academic Board and its sub-committees throughout the year to provide an overview of the University's management of academic quality and standards and its efficacy in meeting the ongoing B conditions of registration (the academic quality conditions) set by the Office for Students (OfS).

Following a review by Audit & Risk Committee, an appendix had been added to the report to provide more detail around priorities and key projects and programmes. This was particularly in relation to which committees oversaw the key elements of the report, the data considered, and related actions.

A range of good practice was highlighted to the Board, including: positive external assurance provided by External Examiners' opinions and a mock OfS visit; active management of the University's academic offering via programme portfolio review, programme approval, re-approval and termination; and, stable degree outcomes. In terms of the latter, while this reflected an absence of grade inflation, actions were being undertaken to review approaches to marking in those areas with lower percentages of good degrees (particularly in relation to those with protected characteristics).

The Chair of Audit & Risk Committee also highlighted two significant challenges to the Board. Firstly, academic misconduct had seen another significant annual increase. Cases were mainly due to the misuse of AI. Guidance to staff and students had been refreshed, but this was a substantial issue for the whole sector. Secondly, as mentioned earlier in the meeting, graduate employability (OfS B3 condition) continued to be a notable risk and there had been a related increase in undergraduate programmes requiring a Cause for Concern meeting.

The University was exploring additional targeted support for the programmes most at risk.

The Board noted that due to the timing of the report a range of information was not currently available (e.g., on postgraduate programmes and the Access & Participation Plan). The timing of the report will be moved to the Board's July meeting going forward. Governors will also receive the annual Access & Participation Plan progress report at its next meeting.

The Board of Governors **approved** the Annual Quality Report 2024-25.

46/25 Governor appointment

Paper BoG.25.02.29 was received. The Chair spoke to the paper.

There was a competitive and transparent process to fill one upcoming vacancy on the Board of Governors. 12 applications were received by the University. Two candidates were shortlisted for interviews by the Selection Committee.

Interviews with candidates took place on 26th February.

The Selection Committee unanimously agreed to propose that Jane Johnston be appointed as a York St John University Governor. The candidate had shown a range of knowledge and experience that would prove excellent additions to the Board. Governance & Nominations Committee supported this recommendation.

The Board of Governors **approved** the appointment of Jane Johnston as a governor for an initial term of three years (01 August 2026 – 31 July 2029).

47/25 Deputy Chair role

Neil Braithwaite left the meeting for this item.

Paper BoG.25.02.30 was received. The Chair spoke to the paper.

It was proposed the tenure of the Deputy Chair role was brought in line with the role holder's Governor tenure. This in effect would also reappoint the Deputy Chair until 31 July 2027. Governors supported this change.

The Board of Governors **approved** that the term period of the Deputy Chair role is brought in line with the role holder's Governor term of office.

Neil Braithwaite re-joined the meeting.

48/25 Governor reappointments

Andy Falconer and Pauline Waterhouse left the meeting for this item.

Paper BoG.25.02.31 was received. The Chair spoke to the paper.

The Board is responsible for approving governor reappointments. Three governors were due to reach the end of their first term on 31 July 2026.

Governors Andy Falconer and Pauline Waterhouse had been put forward for reappointment consideration by Governance & Nominations Committee.

The third governor, Dominic Barrington, had advised the Chair that they did not have the time capacity to continue the role after his first term and would be stepping down from the role.

The Board of Governors **approved** the reappointment of Andy Falconer and Pauline Waterhouse for second terms.

Andy Falconer and Pauline Waterhouse re-joined the meeting.

49/25 Student Fees and Support

Paper BoG.25.02.32 was received. The Chair of People Committee and Chief Operating Officer spoke to the paper.

This paper outlined the proposed fee levels for the 2026-27 and 2027-28 academic years.

Proposed changes included changes to home undergraduate tuition fee levels (subject to confirmation of the recommendations made in the Government's Post-16 Education and Skills White Paper) and to Bursaries and Financial Support Arrangements for 2026-27 (notably including reinstating the undergraduate to postgraduate progression scheme to its pre-2024-25 level following feedback from students).

Governors noted People Committee and the Board would receive a proposal regarding how the University will adjust for the international student fee levy at their semester 2 meetings in 2026-27.

The Board of Governors **approved** the student fee levels proposed in the report for 2026-27 and 2027-28.

50/25 Financial Regulations

Paper BoG.25.02.33 was received. The Chair of Finance & Capital Development Committee and the Chief Operating Officer spoke to the paper.

The Board of Governors reviews the University's Financial Regulations on an annual basis.

Governors noted that the University was exploring ways to simplify financial approval processes where this would not impact the decision-making and oversight functions. Proposals will be brought to the Board at its next meeting.

The Board of Governors received the report and:

a) **approved** the Financial Regulations for 2026.
b) **agreed** to the ongoing continued use of electronic authorisation to approve financial processes which lie outside the scope of the OneUni Financial System in place of wet signatures; this process was first authorised during the pandemic and has been reapproved on an annual basis thereafter.
c) **noted** the Donations Acceptance Policy was approved by Audit and Risk Committee at its meeting on 05 March 2026.

51/25 Debt Management Strategy and Limes Court Acquisition

Reserved minute: commercially sensitive and Freedom of Information exempt

Paper BoG.25.02.34 was received. The Chair of Finance & Capital Development Committee and the Chief Operating Officer spoke to the paper.

52/25 University Ethics Policy & Framework

Paper BoG.25.02.35 was received. The University Secretary & Registrar spoke to the paper.

The University's Ethics Policy & Framework arches over a range of documents to outline the University's approach and values in relation to ethics.

The Board of Governors **approved** University Ethics Policy and Framework.

53/25 OfS Reportable Events

Paper BoG.25.02.36 was received. The University Secretary & Registrar spoke to the paper.

The Board of Governors must be informed at its next meeting if a 'reportable event' is made to the OfS.

As per Paragraph 6.14 of the Home Office's Document 1: Applying for a Student sponsor licence, the University Secretary & Registrar wrote to the OfS in December 2025 to inform them that the University was requesting a new site to be added to its UKVI licence. This related to three additional units on the first floor of the building hosting the London Campus.

The OfS requested that the information was submitted by the OfS portal as a reportable event for their formal record. No further action was required.

The Board of Governors **noted** the reportable event.

54/25 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.25.02.37 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 January and March 2026.

Outside of the items that the Board had received earlier in the agenda, key highlights included:

Key highlights included:

- Academic Board

- approved the External Examiner Annual Monitoring Report (including agreeing some enhancements);
- discussed assessment reforms to help address some awarding gaps and AI issues; and,
- confirmed that the University was returning to academic promotions.

- Audit & Risk Committee
  - discussed the University's low and medium risks, including the direction of travel. Risks likely to increase included: undergraduate Home student recruitment (due to lowering student demographic and challenging environment), the Teaching Excellence Framework (due to importance in relation to OfS changes), and UKVI compliance (due to tighter restrictions by the Government);
  - high and very-high risks were discussed. In response to a query, the Chair of Audit & Risk Committee confirmed that the Committee had an appropriate skillset to oversee the risk of cybersecurity, with the skillset enhanced from a recent co-opted member appointment.

- Finance & Capital Development Committee
  - highlighted the university's strong financial position, despite the very challenging period for the sector. Tight cost control was still required to ensure long term financial sustainability; and,
  - members had queried Executives whether they had appropriate resources to support diversification, with Executives confirming they were exploring short fixed-term funding as part of the APR.

- Governance & Nominations Committee
  - discussed potential changes to the Church designated roles on the Board. This was to allow the Board's membership to have the appropriate skillset, while ensuring the University's foundation and values were protected. A report will go to Foundation Committee for consideration, before coming to the Board in July; and,
  - a governance developments paper which supported horizon scanning was discussed at the meeting and had since been shared with all Governors.

- Health, Safety & Wellbeing Committee
  - discussed the incident at the SU that was reported to the Board under matters arising;
  - considered compliance with the OfS's E6 condition (harassment and sexual violence), with a particular focus on training compliance; and,
  - the Board noted that one accident had fallen under the RIDDOR criteria.

- People Committee
  - received a Deep Dive presentation on the 'People and Culture Enabling Plan'; and,
  - explored the risk relating to reputation and league table position.

- Remuneration Committee
  - considered the external environment that would impact remuneration decision making at its next meeting.

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

Part E of the agenda

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

53/25* **Period 5 Budget and Forecast Report**

Paper BoG.25.02.38 was received.

The Board of Governors **noted** the report

54/25 **Any other business**

There was no other business to discuss.

55/25 **Review of the meeting**

The Board was happy with the meeting and that all items had been covered appropriately.

It was agreed that the period update on the revenue and capital budget report would be brought forward on the agenda for future meetings. **CH**

56/25 **Date of next meetings**

Joint meeting with Academic Board – 15 May 2026

Board of Governors – 09 July 2026

Action Log

Minute	Action	Responsibility	Board Due Date	Status
M16/25	**AI:** The Board requested a future item on artificial intelligence.	CH	November 2026	In progress
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	July 2026	In progress

M44/25a	**Spend per student:** The Board asked whether there was any benchmarking information covering spend per student for different SUs, whilst noting that 'gifts in kind' were treated in different ways at different institutions.	AME	July 2026	New
M44/25b	**SU external support:** The Board asked if the SU felt it had enough expert support from the University and externally. It was agreed this question would be raised directly with the SU to feedback.	AME	July 2026	New
M55/25	**Revenue and Capital Budget:** It was agreed that the period update on the revenue and capital budget report would be brought forward on the agenda for future meetings.	CH	July 2026	New