

Confirmed Minutes – without reserved items

Board of Governors

Held on 13 July 2023, at 09:30

Present:	Neil Braithwaite	Deputy Chair of the Board of Governors
	Jennifer Adams	Chair, Audit Committee
	Alison Davies	Chair, People Committee
	Professor Karen Bryan OBE	Vice Chancellor
	Dr Ernestine Gheyoh Ndzi	Staff Governor
	Matthew Blackstock	Student Governor
	Mohammed Ali OBE	Governor
	Cath Clelland MBE	Governor
	Brian Chiyesu	Governor
	Russell Davidson	Governor
	Rt Revd Paul Ferguson	Governor
	Mark Fordyce	Governor
	Professor Graham Henderson CBE DL	Governor
Apologies:	Dame Julia Unwin	Chair of the Board of Governors
	Very Revd Dominic Barrington	Governor
	Andrew Chang	Governor
	Rt Revd Richard Frith	Chair, Foundation Committee
	Professor Rob Mortimer	PVC: Research & International
In attendance:	Andy Falconer	Observer (<i>Governor from 01 August 2023</i>)
	Professor Richard Bourne	Pro Vice Chancellor: Education
	Rob Hickey	Chief Operating Officer
	Kathryn Kendon	University Secretary & Registrar
	Laura Hallett	Director of Student Success and Learning Services (<i>11:10-11:30 only</i>)
	Christopher Howell	Minuting Secretary

62/22 Welcome and apologies

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

The Chair welcomed Matthew Blackstock, who was attending his first meeting as the Student Governor, and Andy Falconer, was joining the meeting as an observer before becoming a Governor on 01 August 2023.

63/22 Declarations of Interest

The Vice Chancellor, Chief Operating Officer, Pro Vice Chancellor (PVC): Education, and University Secretary & Registrar declared an interest in agenda item 17 – Annual report on Remuneration. It was agreed that all would leave the meeting at this point.

64/22 Minutes of the meeting held on 30 March 2023

The minutes from the meeting held on 30 March 2023 were **approved** as an accurate record.

65/22 Matters arising

1. M09/22 - Benchmarking – to consider how benchmark sharing with the Board of Governors can be enhanced.

This matter was covered by agenda item 11 – ‘York St John’s use of benchmarking’.

2. M43/22 - YSJ Global brand: the Board of Governors requested this name was trademarked.

The University Secretary & Registrar advised that the University Solicitor was investigating having the YSJ Global brand trademarked. Costs and which countries the brand would be trademarked were currently being reviewed. The Board agreed that the action could be closed.

3. M53/22 - Accommodation: the Board of Governors asked that the University checked no buildings let by York St John had energy certificates classified as E or F, due to a change in regulations.

The Chief Operating Officer advised that there was no University accommodation which had E or F classification energy certificates. Furthermore, the changes in regulations related only to private accommodation, from which student accommodation was exempt, unless the building was sold. The Board agreed that the matter could be closed.

66/22 Chair’s report

The Deputy Chair reported verbally.

It was noted that since the last meeting, the Chair of the Board of Governors had attended meetings with the Office for Students (OfS), Chairs of University Committees, and the Students’ Union. The Chair would be attending a meal with the Department of Education with other University representatives in the near future.

The Deputy Chair highlighted the success of the joint Board of Governors meeting with the Academic Board on 19 May, which focussed on York St John’s engagement with schools and colleges, and had a particular focus on individuals from disadvantaged backgrounds. Governors were keen to continue to grow their relationship with the Academic Board, senior leaders and other key stakeholders.

In light of the forthcoming retirement of Cath Clelland as Governor, a change to the authorised signatories, as provided for in annex two of the University's Financial Regulations, was required. The Board of Governors passed a resolution authorising with immediate effect:

- the **removal** of Cath Clelland as an authorised signatory; and,
- the **addition** of Richard Frith as an authorised signatory.

Finally, the Deputy Chair highlighted that the University continued to perform well despite a very difficult external environment; however, York St John and the higher education sector would continue to face a range of challenges for the foreseeable future e.g., the cost-of-living crisis, inflation, and new external policies and regulations. How the impact on students, staff and the University would be mitigated, was the focus of many of the papers on the agenda.

The Board of Governors received and **noted** the Chair's report.

67/22 Vice Chancellor's update

Reserved minute: commercially sensitive and Freedom of Information exempt

Paper BoG.22.03.32 was received

68/22 Students' Union President's report

Paper BoG.22.03.33 was received.

The President of the Students' Union spoke to the paper.

The Board was advised that the Students' Union continued to explore their provision at the London campus, and the various possibilities regarding increased engagement with London-based students. The new President of Education had been a student at the London campus, which was considered positive and would support this development to improve the connection between the two campuses.

There was a strong focus on supporting students with regards to accommodation. This included the Private Housing Guide (accessed on the Students' Union website) and considering joining the 'Rate your landlord' scheme in September, which would ensure students had as much information as possible before deciding whether to rent a house.

The Board noted that the student Buddy System would be continued next year, following its success and popularity in 2022-23. The Students' Union was also considering how the scheme could be developed further, particularly to support international students.

The Board of Governors received and **noted** the Students' Union President's report.

69/22 Key discussion item: Financial Model

Reserved minute: commercially sensitive and Freedom of Information exempt

70/22 Employability and Progression update

The Director of Student Success and Learning Services joined the meeting for this item only.

Paper BoG.03.34 was received.

The PVC: Education and Director of Student Success and Learning Services spoke to the paper and the related presentation.

The Office for Students (OfS) had set B3 conditions of registration that identify minimum thresholds for compliance. For 'positive outcomes' in employability there was a threshold of 60% ('positive' equates to a professional, managerial job or further study within 15 months of graduating). The University's Strategy 2026 was committed to improving the progression outcomes of York St John's students through:

- KPI 5: meeting the OfS standard for graduate and managerial level outcomes each year.

The Board was provided with an early analysis of the Graduate Outcomes Survey (GOS) performance from the 2021-22 graduating cohort; however, governors noted that the data was provisional and awaiting OfS confirmation. The current calculated figure for UK graduates from full-time undergraduate programmes in outcomes deemed to be positive was 70.6% for 2020-21 graduates. The University's aggregate performance for the four years of the GOS was provisionally calculated at 65.8%.

In terms of the projected performance of individual schools in the GOS, all had improved from the previous year. In particular the School of Humanities and York Business School had made significant improvements to their performance (up 10.2% points and 15.3% points respectively).

The implementation of the Work-Related Experiential Learning (WREL) framework was a key component of York St John's strategic approach to improving progression for students. It was an essential commitment of the Learning, Teaching and Student Experience Strategy Action Plan for 2022-23. The WREL Framework articulated the vision to embed authentic, integrated and meaningful WREL into students' journeys throughout their programmes. It was designed to ensure all students benefited from substantial employer engagement and experiential learning throughout their course. Embedding employability into the curriculum in this way was highlighted as the most impactful because it benefits all students, not just those who opt to engage in extra-curricular activities. The Board was advised that the WREL Framework was critical in:

- supporting career ideation, confidence and planning;
- exploring and developing confidence in how the knowledge, skills and attributes gained from learning along with values and interests drive future choices;
- enabling students to develop and apply knowledge, skills and attributes that are crucial for work;
- developing student capital, professional networks and experience of working with employers; and,
- providing students with opportunities to reflect on experiences and record achievements and to articulate how HE has prepared them for life as a graduate.

For phase one implementation of WREL, seven subjects were chosen based on an assessment of risk and potential impact. This phase was currently being managed via Subject Implementation Groups (SIGs). The SIGs comprised key subject academics and colleagues from: Employability, Teaching and Learning Enhancement, Quality, and Strategy and Projects. The SIGs were used to identify and agree how authentic WREL activities would be embedded into the subjects to meet the principles within the Framework. This included consideration of how students were taught and assessed, alongside how the Employability Profile may be utilised by students to reflect on their WREL activities.

The Board was also informed of other progression initiatives that were being implemented by the University. These included: the launch of York St John's Digital Graduate Package; an industrial mentoring project to support students with disabilities; the introduction of the Employability Profile that would allow students to reflect on how they are developing; and a KickStart programme that aimed to support students and graduates who wanted to start a business or work for themselves. The latter was highlighted as important as it demonstrated that the University was keen to support students and graduates in their chosen career paths, rather than simply aiming to achieve the OfS 'positive progression' threshold.

The Board praised the work and improvements that were being made in this area. It was highlighted that the Head of Student and Graduate Employability deserved credit for this progress and the Board passed on their thanks.

The Board was keen to hear in the future how students found the WREL and other progression initiatives.

The Board of Governors received and

- a) **considered** both the report, and accompanying presentation;
- b) **noted** the analysis of the Graduate Outcomes Survey for 2020-21 graduating cohorts; and,
- c) **noted** the update on implementation of the Work-Related Experiential Learning Framework and related progression initiatives.

71/22 Board of Governors Effectiveness Review – Phase two

Paper BoG.03.35a was received.

The University Secretary & Register spoke to the paper.

In April 2021, York St John University commissioned Advance HE to undertake a bespoke and focussed review of governance effectiveness over two phases of work.

Phase one, delivered in Spring 2021, looked at the current governance structure, culture and arrangements. It provided assurance on the University's governance framework and technical arrangements, along with recommendations for enhancement.

Phase two was carried out by Advance HE during Spring 2023. The key objective was to review progress since the first phase of work, with a particular focus on culture and relationships. The report stated that the University's governance arrangements continued to be fully effective as a framework for ensuring compliance with regulatory, financial and legal requirements, and provided academic assurance regarding quality and standards. Recommendations were considered at the Governance & Nominations Committee and plans were in place with regards to how these would be taken forward.

The Board noted that the Effectiveness review was now complete, with the exception of actions arising from the phase two report that would be overseen by the Governance & Nominations Committee.

The Board of Governors received and **considered** the phase two Effectiveness report.

72/22 Annual review of the Code of Practice for the Students' Union

Paper BoG.22.03.35b was received.

The University Secretary & Registrar spoke to the paper.

The Code of Practice of the Students' Union was published by the University in fulfilment with the requirements of the Education Act 1994. Under the Act, the University must ensure that its Students' Union operated in a fair and democratic manner, was financially accountable and published a Code of Practice on the manner in which these requirements were achieved.

The Code of Practice of the Students' Union had been reviewed by the University Solicitor who had recommended no updates. Links in the Code had been updated to link to the latest version of policies and processes.

The Board noted that as the implications and practicalities of the new Higher Education (Freedom of Speech) Act became known, the Freedom of Information section of the Code of Practice would potentially need amending.

The Board of Governors received and **approved** the Code of Practice.

73/22 York St John's use of benchmarking

Paper BoG.22.03.36 was received.

The University Secretary & Registrar spoke to the paper.

The report related to matter arising 'M09/22 - Benchmarking – to consider how benchmark information sharing with the Board of Governors can be enhanced'.

The Board was informed that the University used benchmarking analysis for a range of purposes, which included: as measures of internal performance, internal aspiration, and for considering and responding to external data-driven outcomes.

It was noted that there was no one institution that is directly comparable to York St John. This meant that the University is benchmarked against different groupings for different purposes.

The Board agreed that this paper closed matter arising M09/22.

The Board of Governors received the report and:

- a) **noted** YSJ's use of benchmarking data
- b) **agreed** that this report met the recommendation arising from the AdvanceHE Board Effectiveness Review.

74/22 Student Concerns and Complaints – Annual Report

Paper BoG.22.03.37a was received.

The University Secretary & Registrar spoke to the paper.

The report provided assurance that the University had appropriate policies, procedures and mechanisms in place to address student concerns and complaints, including in relation to sexual misconduct and harassment.

The number of student concerns and complaints had increased, which mirrored the Higher Education (HE) sector as a whole. This had been discussed by the Academic Board who agreed that the increase at York St John was likely to be due to a range of factors including improvements in how cases were reported, more exposure around this subject nationally and a growing student population.

No complaints about York St John University that were submitted to the Office of the Independent Adjudicator (OIA) and closed in 2022 were found to be justified and therefore the OIA did not make any student-centred recommendations to the University. Nine cases were found to be not justified, one was not eligible and three were withdrawn. The Board highlighted that this demonstrated that the related processes in place at the University were appropriate.

The Board of Governors received and **considered** the annual report on student concerns and complaints.

75/22 Annual monitoring report against Access and Participation Plan

Paper BoG.03.37b was received.

The PVC: Education spoke to the paper.

This paper provided an update on progress over the past 12 months against agreed Access and Participation Plan (APP) targets.

Overall, the data showed that significant progress had been made in access for all students. York St John had reached its 2024-25 target for mature students and the ratio between Index of Multiple Deprivation (IMD) Q1 and 5; however, further work was needed to reach the 10% target for undergraduate UK domicile Black, Asian and minority ethnic (BAME) students (7.6% in 2021-22). The awarding gaps between IMD Q1 and 5 and 'Participation of local areas' (POLAR) Q1 and 5 were at their highest levels and some way from the 2024-25 target. The awarding gap between students with and without a disability was now in favour of students with a disability (target to have no gap between the two groups). Finally, more work was needed to close the awarding gap between BAME and white students, and between students who had previously been entitled to Free School Meals and students who had not.

The Board noted that a new University APP would be finalised next year working to new Office for Students' criteria.

The Board of Governors received and **considered** the annual monitoring report against the Access and Participation Plan.

76/22 OfS ongoing registration requirements annual assurance 2022-23

Paper BoG.03.37c was received.

The Vice Chancellor spoke to the paper.

The Board was reminded that it was their responsibility to ensure that the University continued to satisfy its ongoing conditions of registration. This responsibility was overseen by the Academic Board on behalf of the Board of Governors.

The annual assurance report highlighted how the University had continued to comply with the ongoing conditions of registration.

The Board of Governors received and **considered** the Office for Students ongoing registration requirements annual assurance report, 2022-23

77/22 Draft Budget Principles 2023-24

Reserved minute: commercially sensitive and Freedom of Information exempt

Paper BoG.03.38a was received.

78/22 Peppermill Court Financing Options

Reserved minute: commercially sensitive and Freedom of Information exempt

Paper BoG.03.38b was received.

79/22 York St John University Financial Regulations 2023

Paper BoG.03.38c was received.

The Chief Operating Officer spoke to the paper

A minor amendment was proposed to the Financial Regulations. This related to removing the need for approval by delegated Board of Governors Signatories for payments over £0.5m to the North Yorkshire Pension Fund and the Teachers' Pension Fund. This cost occurred on a monthly basis and the change would therefore reduce the administrative burden for a standard and uncontroversial payment. All other payments over £0.5m would continue to have Governor sign off.

The Board of Governors received the report and **approved** the proposed amendment to the agreed Financial Regulations.

80/22 NatWest Commercial Bank Account

Reserved minute: commercially sensitive and Freedom of Information exempt

Paper BoG.03.39 was received.

81/22 Annual Equality, Diversity and Inclusion report 2022

Reserved minute: commercially sensitive and Freedom of Information exempt

Paper BoG.03.40 was received.

82/22 Committee reports from:

- Academic Board
- Audit Committee
- Finance & Capital Development Committee
- Governance & Nominations Committee
- Health, Safety & Wellbeing Committee
- People Committee
- Remuneration Committee

Paper BoG.22.03.41 was received.

The Board of Governors received and **noted** the reports.

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.

83/22* Period 9 (P9) Budget and Forecast Report 2022-23

Paper BoG.22.03.44 was received

The Board of Governors **noted** the report

84/22* OfS Reportable Events

Paper BoG.22.03.45 was received

The Board of Governors **noted** the report

85/22* Annual report on participation in Institute of Technology

Paper BoG.22.03.46 was received

The Board of Governors **noted** the report

86/22 Any other business

Reserved minute: commercially sensitive and Freedom of Information exempt

Reserved minute: The Vice Chancellor spoke to the Honorary Awards process. *For the full minute, please see 'Items marked reserved minutes' section.*

The Deputy Chair thanked Cath Clelland and Russell Davidson who were in attendance for their last meeting, due to completing the full nine years as governors.

It was requested that all expense claims for the semester were submitted to the Governance & Compliance team by the end of July.

Governors noted that the Governance & Compliance team would be in touch at the end of the month regarding: annual governor returns, a SharePoint site that would replace the Microsoft Teams site as the location for Board papers, how to access the new Governor handbook, and details about the Governor's dinner in September.

87/22 Review of the meeting

The Board agreed that all items on the agenda had been considered, with the main focus on key items such as the Financial Model discussion topic.

88/22 Date of next meetings

Wednesday 27 September 2023 – Governor dinner

Thursday 23 November 2023 – Board meeting + Strategy discussion

Friday 26 January 2023 – Discussion Day

Thursday 11 April 2024 – Board meeting

Friday 17 May 2024 – Joint Board meeting with the Academic Board

Thursday 18 July 2024 – Board meeting

89/22 Annual report on Remuneration

Reserved minute: commercially sensitive and Freedom of Information exempt

The Vice Chancellor, Chief Operating Officer, Pro Vice Chancellor (PVC): Education, and University Secretary & Registrar left the meeting at this point.

Paper BoG.22.03.42 was received.

90/22 Annual evaluation of the Chair of the Board of Governors

Reserved minute: commercially sensitive and Freedom of Information exempt

Paper BoG.22.03.43 was received.

Action Log

Minute	Action	Owner	Due Date	Status
M09/22	Benchmarking – to consider how benchmark sharing with the Board of Governors can be enhanced.	KK	July 2023	Completed
M43/22	Reserved minute	RM	July 2023	Completed
M53/22	Accommodation: the Board of Governors asked that the University checked no buildings let by York St John had energy certificates classified as E or F, due to a change in regulations.	RH	July 2023	Completed