

University of Lancashire

Unreserved Minutes of the University Board Meeting Held on 10 April 2025 at 5.00pm at 'Altitude', Warton Enterprise Zone, BAE Systems

Present:

Anne McCarthy (Chair)

Graham Baldwin
Jon Baldwin
Jim Carter
Luke Fitzgerald
Richard Frediani
Ridwanah Gurjee
Lesley Lloyd

Ruth Lowry
Lorraine Norris
Fiona Rayment
Khalil Rehman
Rachel Robins
Lindsay Robinson
Lis Smith

In attendance:

Lisa Brooks (Governance and Compliance Manager)
George Charles (Chief Finance Officer)
Ruth Connor (Deputy Vice-Chancellor)
Charlotte Delaney (Director of Equality, Diversity and Inclusion) – for Item 12/UB1303
Ken Lee (Chief People Officer)
Louise Noblett (Deputy Director of Student Services) – for Item 13/UB1304
Fiona Winters (Deputy Clerk to the Board)

UB1298. Welcome and Apologies

The Chair welcomed all present to the meeting and expressed thanks for the impressive tour of the Altitude facility, noting how the innovation on display and enthusiasm of the students epitomised the ethos of the University.

Additionally, the talk by Dave Holmes, Head of FalconWorks at BAE Systems, had demonstrated how partnerships were serving the economy of Lancashire, supporting regeneration and providing opportunities for young people.

Apologies for absence had been received from Richard Hext and Victoria Hutchinson, whose written comments would be addressed during the meeting.

UB1299. Declaration of Interests

There were no other declarations of interest in relation to any items on the Agenda.

UB1300. Chair's Announcements

The Chair announced that Ian Fisher would be retiring from the role of University Secretary and General Counsel from 30 April 2025 and had relinquished some duties with immediate effect. Interim arrangements had been put in place, pending the appointment of a new Secretary to the Board.

UB1301. Reserved and Unreserved Minutes of the University Board Meeting held on 6 February 2025

The Reserved and Unreserved Minutes of the previous meeting held on 6 February 2025 were approved as a correct record.

UB1302. Reserved Minute – Text Redacted

UB1303. Annual Equality, Diversity and Inclusion Update on Priorities

Charlotte Delaney, Director of Equality, Diversity and Inclusion (EDI) joined the meeting for this item, which was taken earlier in the agenda.

The Director of EDI presented a report providing an update on EDI priorities for the 2024/25 academic year, a copy of which is set out in the Minute Book.

In briefly summarising the report, Ms Delaney drew attention to the following:

- (i) The Belonging Strategy had been refreshed with a focus on adopting a whole University approach, including developing decision-making structures to increase understanding of the diverse needs of all stakeholders.
- (ii) The role of EDI Leads was being evolved to facilitate action planning at a local level to support delivery of the EDI Strategy, in a way that was resourced and sustainable, including reward and recognition for EDI related work.
- (iii) Having achieved the Bronze Race Equality Charter (REC) award, work was underway to implement the REC Action Plan, and to renew the University's Athena Swan accreditation, adopting a centralised approach to enable improved oversight and impact.
- (iv) The review and enhancement of the University's Trans guidance was being prioritised with the aim of supporting trans students and colleagues, having due regard for the recent OfS investigation relating to freedom of speech and academic freedom.
- (v) The EDI Team was working to integrate a culture of equality impact assessments into the development of strategic projects to provide greater assurance for University Board members.

In her role as Board EDI Champion, Mrs Norris congratulated Ms Delaney and the EDI Team on achieving real progress. In welcoming the plans to embed equality impact assessments into the development of strategic initiatives, she highlighted the critical

role of Board members in asking questions and seeking information to ensure that EDI issues were taken in account when considering key strategies.

Discussion ensued and the following points were raised:

- (i) That it was pertinent to promote the University's commitment to EDI in the light of the work evidenced within the EDI Annual Report presented to the Academic Board. Professor Baldwin confirmed that the University's values were clearly articulated and cited a collaboration with the East Lancashire Health Trust, where two organisations were coming together to stand up for anti-racism.
- (ii) That it was important to test and track the underlying data for evidence of progress, especially in seeking to achieve the Gold REC award. Ms Delaney explained that data relating to the University's EDI objectives was published within the EDI Annual Report and was regularly refreshed to ensure its continued relevance.
- (iii) That it was important to work with the trans community to ensure the guidance was robust and supportive, as well as ensuring compliance with the principles of free speech. Ms Delaney confirmed that meetings were taking place with trans students, in seeking to ensure the guidance was inclusive.

Resolved: That

- (i) the progress on EDI priorities be noted; and
- (ii) the EDI Annual Report 2023/24 be circulated to the University Board, in line with the annual business cycle.

UB1304. Annual Report on Student Mental Health and Wellbeing

Louise Noblett, Deputy Director of Student Services joined the meeting for this item, which was taken earlier in the agenda.

The Deputy Director of Student Services presented the Student Mental Health and Wellbeing Mid-Year Report, for the period September 2024 to January 2025, a copy of which is set out in the Minute Book.

Ms Noblett reported that student demand for mental health and wellbeing support continued to increase, with evidence showing that this was fundamental to teaching and learning and student success.

Work within Student Services was currently focused on the following two key priorities:

- (i) the Mental Health Charter (MHC) submission and visit, which required the University to demonstrate that mental health and wellbeing support was embedded throughout its activities; and
- (ii) the incoming new Office for Students (OfS) Condition of Registration, requiring Universities to make a significant and credible difference in tackling harassment and sexual misconduct.

A wide range of initiatives were being progressed to underpin these key priorities, including promoting compassionate communications, forging strong relations with Schools through the business partner model, suicide prevention activities in collaboration with the Students' Union (SU) and a new safeguarding alert process to ensure continual improvement.

Dr Smith commended the Student Services Team for their work in this complex and sensitive area, acknowledging the existence of a clear strategy and the positive outcomes for students who had accessed support.

Discussion ensued and the following points were raised:

- (i) In response to a question about feedback from service users, Ms Noblett explained that student feedback was received pre and post engagement and this activity was being strengthened in relation to the MHC submission. Work was ongoing with the SU and students directly to inform and co-create a service that satisfied the needs of students.
- (ii) Mr Rehman explored the extent to which services were integrated with wider pathways to support students to engage effectively with their academic studies. Ms Noblett responded that a multi-disciplinary approach was taken with Schools to ensure that academic colleagues were equipped to deal with complex issues, including how to make referrals and the parameters of confidentiality, so that information was shared appropriately to ensure students received the right support, in line with the Support to Student Procedure.
- (iii) Dr Rayment enquired about the procedures to escalate matters where required. Ms Noblett responded that various mechanisms included the School business partner model, Safeguarding Leads, regular meetings, action plans and sharing of best practice, recognising that each School faced different issues, with a prevalence of safeguarding issues in Schools with professionally regulated courses and how relations had been strengthened with support from Deans.
- (iv) In response to an enquiry about the impact of increasing demand in circumstances where it was unethical to withdraw support, Ms Noblett acknowledged that resource was limited, and that partnerships with external agencies were being explored to provide 24-hour support for lower level cases.

The Chair thanked Ms Noblett and the Student Services Team for their excellent work.

Resolved: That the progress to deliver a whole institution approach to student support, as set out in the Student Mental Health and Wellbeing Mid-Year Report be noted.

UB1305. Vice-Chancellor's Report

The Vice-Chancellor presented his regular report which provided an overview of external factors and challenges for the University and a summary of ongoing internal activities. A copy of the report is set out in the Minute Book.

In summarising his report, Professor Baldwin focused on areas of strategic significance or where there had been further updates since the time of writing, as follows:

- (i) With the inception of the new Lancashire Combined County Authority, the University was positioned at the centre of its economic growth plans, including the work at Altitude and involvement with the Warton Enterprise Zone.
- (ii) *Reserved Minute – Text Redacted*
- (iii) The University had recently hosted a vibrant three-day Varsity event, competing against Edge Hill University, with a final score of 35:15 to the University. The event had been a successful case study for generating a sense of identity and belonging.
- (iv) Following persistent lobbying, UCEA had presented a case at the Education Select Committee to release post 1992 Universities from the Teachers’ Pension Scheme (TPS), highlighting the disparity in pension costs incurred by pre and post 1992 Universities. If the scheme was closed to new recruits, this could result in savings of circa £900k per year for the University.
- (v) *Reserved Minute – Text Redacted*
- (vi) The Convention of the North had been a great success, attracting substantial regional and national coverage, and raising the profile of Preston and the University.
- (vii) *Reserved Minute – Text Redacted*
- (viii) *Reserved Minute – Text Redacted*
- (ix) *Reserved Minute – Text Redacted*

The Chair thanked Professor Baldwin for his comprehensive report, in particular the information about the Propellor Start Up service. Discussion ensued and the following points were raised:

- (x) *Reserved Minute – Text Redacted*
- (xi) *Reserved Minute – Text Redacted*
- (xii) With reference to the update on Degree Apprenticeships, Dr Smith suggested that the latest Self-Assessment Report (SAR) should be visible to the Board in the interests of good governance and overseeing progress. Ms Robinson clarified that the SAR was presented to the Academic Board after consideration by the Apprenticeships and Skills Committee.
- (xiii) *Reserved Minute – Text Redacted*

Resolved: That the Vice-Chancellor’s Report be noted.

UB1306. Reserved Minute – Text Redacted

UB1307. Reserved Minute – Text Redacted

UB1308. Governance Issues

(i) Governance Effectiveness Review Progress Report

The Deputy Clerk to the Board presented an update report on the implementation of the recommendations agreed by the Board following the Governance Effectiveness Review (GER). A copy of the report is set out in the Minute Book.

Ms Winters reported that having previously been considered by the Governance, Risk and Nominations Committee (GRNC), the proposals had largely been approved. There were a small number of matters outstanding as follows:

- (i) The profiles for Board Leads/Champions were being reviewed in the light of comments by the GRNC, to clarify the advisory and strategic nature of the role.
- (ii) Several comments about the revised Terms of Reference of the Audit Committee had been received from the outgoing Chair, and these would be addressed at the next meeting of the GRNC.
- (iii) If the Board agreed to approve the revised Instrument and Articles of Government, the next step would be to appoint a Senior Independent Governor.

With regard to the latter, the Chair recommended that Jim Carter be appointed as a Senior Independent Governor.

The Chair confirmed that the proposals had been systematically addressed at the last meeting of the GRNC. Board members were invited to comment, and the following points were raised:

- (i) In response to an enquiry by Dr Smith, Mr Baldwin explained that the role and remit of the Resources Committee had been considered by the GER in the light of different operating models. It had been agreed to retain the current model, extending the duration of meetings and re-designing the agenda to enable a focus on People issues, on the understanding that this would be kept under review. He acknowledged that it was important to ensure that the Board was not marginalised and had sufficient information to fulfil its primary responsibilities, where matters had previously been discussed at the Resources Committee. This required an element of trust in the people in designated positions and would also be kept under review.
- (ii) It was agreed that the Terms of Reference of the Audit Committee should reflect more clearly its role as an objective Committee which was responsible for providing scrutiny, ensuring the existence of effective controls, and providing assurance to the Board. Dr Rayment confirmed that the draft Terms of Reference would be refined at the next meeting of the GRNC in the light of the comments.

- (iii) Mr Fitzgerald suggested that the draft Code of Conduct for Board Members should include reference to the incoming new Policy on Staff/Student Relationships which also applied to University Governors.
- (iv) It was noted that the template cover sheet for Board and Committee reports should include reference to 'budgetary implications.'

The Chair acknowledged the extensive work undertaken as a result of the GER which was part of Dr Dame Ion's legacy.

Resolved: That

- (i) the report and schedule of Governance Effectiveness Review Panel recommendations and update on progress set out in Appendix 1 be noted;
- (ii) the revised Instrument and Articles of Government as set out in Appendix 2 be approved and adopted with immediate effect;
- (iii) the proposal to appoint Jim Carter as the Senior Independent Governor be approved;
- (iv) the revised Committee Terms of Reference set out in Appendix 3 (i), (ii), (iv), (v) and (vi) be approved and adopted with immediate effect;
- (v) the revised Audit Committee Terms of Reference be finalised at the next meeting of the Governance, Risk and Nominations Committee;
- (vi) the draft Governors' Code of Conduct set out in Appendix 4 be approved, subject to a reference to the incoming new Policy on Staff/Student Relationships being added;
- (vii) the University Board and Committee Report cover sheet set out at Appendix 5 be approved, subject to the addition of 'budgetary implications';
- (viii) the draft role description for the Chair of the University Board as set out at Appendix 6 be approved and adopted with immediate effect;
- (ix) the revised role profiles for non-executive Board Members nominated as Champions or Leads in respect of specified functions or activities be presented for approval at a future date.

(ii) Reserved Minute – Text Redacted

UB1309. Reserved Minute – Text Redacted

UB1310. Reserved Minute – Text Redacted

UB1311. Reserved Minute – Text Redacted

UB1312. Committee Chairs/Board Lead Updates

Audit Committee – 5 March 2025

Mrs Lowry reported on the substantive matters considered at the meeting of the Audit Committee (the Committee) held on 5 March 2025, which included the following:

- (i) The Fraud Risk Review was a valuable piece of work, and the related action plan would be considered at the next meeting of the Committee.
- (ii) Having discussed the workforce planning agenda, it was agreed that the various ongoing activities would be consolidated into a single coherent narrative.
- (iii) There had been a detailed conversation around the draft Internal Audit Plan, where it was agreed that in future the Committee should receive additional information on the rationale and key areas of focus for each audit.
- (iv) The action plan arising from the Data Governance audit, had provided assurance that this complex area of work was being managed effectively.
- (v) The external auditors had fulfilled 11 out of 12 KPIs and it was planned to confirm the 3-year contractual position with KPMG at the next meeting.
- (vi) Finally, the Committee had approved a proposal to apply the subsidiary company audit exemption to UCLan Business Services Ltd and endorsed the ongoing review of subsidiary companies and charities, being mindful of audit costs and assured that other safeguards were in place to ensure oversight.

Reserved Minute – Text Redacted

Remuneration Committee – 19 March 2025

Mrs Norris reported that the substantive item of business considered at the meeting of the Remuneration Committee on 19 March 2025 had been succession planning and it was reassuring to note the progress being made in this area.

Governance, Risk and Nominations Committee – 27 March 2025

Miss McCarthy confirmed that the substantive item of business considered at the meeting of the GRNC held on 27 March 2025 had been the implementation of the recommendations arising from the GER.

The Committee had also scrutinised the regular report on compliance with the OfS Regulatory Framework and the Risk Register and Risk Management Policy.

Having considered the need to fill various Board roles that were due to become vacant, it was proposed to appoint Dr Robins as an ex-officio member of Academic Board, replacing Mr J Baldwin who had since assumed additional responsibilities as Chair of the Resources Committee.

Academic Board – 5 March 2025

In her role as ex-officio member of Academic Board, Mrs Lowry summarised the key items considered at the meeting held on 5 March 2025, which included a presentation on the Altitude facility and updates on the University of the Future and student recruitment.

The primary purpose of the meeting had been to consider assurance reports from the various sub-committees. This had been managed effectively and evidenced that the Academic Board and its sub-committees were fulfilling their key responsibilities in terms of academic governance.

Resolved: That

- (i) the updates from the Committee Chairs and Board Leads be noted;
- (ii) the appointment of Dr Robins as an ex-officio member of Academic Board be approved; and
- (iii) the University Board was assured that the Academic Board was fulfilling its responsibilities as set out in the Articles of Government.

UB1313. Reserved Minute – Text Redacted

UB1314. Date of the Next Meeting

The next meeting was scheduled to take place on 15 May 2025 at The Belsfield Hotel, Bowness-on-Windermere, Cumbria, LA23 3EL.

Fiona Winters
Deputy Clerk to the Board