

**University of Central Lancashire**

**Unreserved Minutes of the Board Meeting Held on 18 September 2024 at 5.00pm in the Adelphi Conference Room, Preston Campus**

**Present:**

Sue Ion (Chair)

Graham Baldwin  
Jon Baldwin  
Jim Carter (from UB1251)  
Luke Fitzgerald  
Richard Frediani  
Ridwanah Gurjee  
Lesley Lloyd

Ruth Lowry  
Anne McCarthy  
Lorraine Norris  
Khalil Rehman\*  
Lindsay Robinson  
Lis Smith\*

**Also in attendance:**

Lisa Brooks (Governance and Compliance Manager)  
George Charles (Chief Finance Officer)  
Ruth Connor (Deputy Vice-Chancellor (Operations))  
Charlotte Delaney (Director of Equality, Diversity and Inclusion) for Item 11/Minute UB1250  
Ian Fisher (University Secretary and General Counsel/Clerk to the Board)  
Stef Hartley (Chief Executive, Students' Union) for Item 10/Minute UB1255  
Andrew Ireland (Pro Vice-Chancellor (Students and Teaching)) for Item 11/Minute UB1250  
Carolyn Johnson (Executive Officer to the Vice-Chancellor)  
Ken Lee (Chief People Officer)  
Fiona Winters (Deputy Clerk to the Board/Head of Governance)

\*Via videoconference

**UB1245. Welcome and Apologies**

The Chair welcomed all present.

Apologies for absence had been received from Richard Hext and Fiona Rayment.

**UB1246. Declaration of Interests**

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

**UB1247. Chair's Announcements**

The Chair made the following announcements:

- (i) A Board Strategy Session had been arranged for 24 September 2024, to enable a clear focus on the University's financial position, including a review of cost savings and opportunities. All members were encouraged to attend.
- (ii) The Board had enjoyed an impressive tour of the School of Arts and Media led by an enthusiastic and visionary Dean of School, Peter Lloyd. This had showcased the latest leading-edge technology located in the Media Factory, which would place students at the forefront of industry developments.
- (iii) Following a rigorous recruitment process overseen by the Governance, Risk and Nominations Committee, it was proposed to appoint two new independent Board members, namely, Victoria Hutchinson and Rachel Robins, subject to satisfactory background checks. The former managed the Environmental, Governance and Social portfolio for a global Engineering consultancy and the latter had extensive experience in Human Resources, Higher Education and other enterprises.

**Resolved:** That on the recommendation of the Governance, Risk and Nominations Committee, Victoria Hutchinson and Rachel Robins be appointed as new independent Governors with effect from 1 January 2025, subject to satisfactory background checks.

**UB1248. Reserved and Unreserved Minutes of the University Board Meeting held on 27 June 2024**

The Reserved and Unreserved Minutes of the previous meeting held on 27 June 2024 were agreed as a true record.

**UB1249. Matters Arising**

The Chair reported that the majority of matters were addressed within the Vice-Chancellor's report or elsewhere on the agenda. The following were highlighted as matters arising:

- (i) A Prayer and Reflection Group had been convened to address the need for additional prayer spaces. Four new spaces had been identified to date and further work was underway to improve the situation, with support from Mr Rehman and Ms Gurjee and in collaboration with the Students' Union (Minute UB1240).
- (ii) The Academic Board Annual Assurance Report had been endorsed via the Written Resolution Procedure. This was an excellent commentary which verified the oral testimony of Mr J Baldwin and Mrs Lowry that the Academic Board and its Sub-committees continued to effectively fulfil their key delegated responsibilities (Minute UB1241).
- (iii) Following a robust competitive bidding process overseen by a Panel of the Audit Committee, it was recommended that PwC be appointed to provide internal audit services to the University, following a brief transitional period (Minute UB1242).

**Resolved:** That the recommendation to appoint PwC as the University's internal auditors be approved.

## **UB1250. Race Equality Charter Submission**

*It was agreed to take item 11 'Race Equality Charter Submission' after 'Matters Arising'.*

*Andrew Ireland, Pro Vice-Chancellor (Students & Teaching), and Charlotte Delaney, Director of Equality, Diversity and Inclusion, joined the meeting for this item.*

The Pro Vice-Chancellor (Students & Teaching) and Director of Equality, Diversity and Inclusion delivered a presentation giving an update on the status of the University's submission to achieve the Race Equality Charter. A copy of the slide deck is set out in the Minute Book.

Professor Ireland reported that:

- (i) The UUK Report on Tackling Racial Harassment addressed the imperative to empower individuals from all ethnic backgrounds to benefit from Higher Education.
- (ii) The University had developed a substantial 5-year SMART Action Plan as the result of an extensive self-assessment process, including data analysis, staff and student surveys and focus groups, aimed at supporting the whole University community.
- (iii) The Action Plan aligned with other EDI initiatives, including the Mental Health Charter, the Sexual Violence, Domestic Abuse and Harassment agenda and the Access and Participation Plan.

Ms Delaney proceeded to summarise the key issues which had emerged from the self-assessment, including: the awarding gap between Black and White students; the lack of ethnic diversity in leadership teams; and lack of confidence amongst ethnic minoritized staff and students in reporting incidents and appropriate action being taken, particularly in relation to microaggressions. The exercise had also identified instances of good practice and opportunities to embed these throughout the University.

The Action Plan comprised over 250 actions which were intended to achieve a safe and inclusive environment, more diverse leadership and workforce and improved student outcomes. This would be achieved as the result of a whole University approach, creating a legacy to continue the work into the future.

During discussion, Miss McCarthy highlighted the potential correlation between the awarding gap between Black and White students and the lack of diversity amongst staff, where students from a minoritized ethnic background didn't see people like themselves in senior positions. In agreeing with this observation, Professor Ireland outlined the positive steps taken to date to create a pipeline of diverse of talent, noting that there were additional challenges around placement activities. He also confirmed that the study skills support offer had been updated to ensure that support including English as an additional language, was being targeted towards those groups that needed help.

In her role as Board EDI Lead, Mrs Norris confirmed that the Action Plan was an extensive enterprise which covered all areas of the University. She highlighted the importance of addressing concerns about microaggressions which were indirect, subtle, sometimes unintentional behaviours or comments that could be hurtful to members of minoritized groups.

In response to an enquiry by Mrs Lowry about the functionality of the Report & Support facility, Ms Delaney explained that it was planned to develop an internal reporting facility aligned with the University's systems, which was easy for everyone to understand and enabled a clearer comprehension of the data.

The Chair thanked Professor Ireland and Ms Delaney for the wide-ranging work in drawing up a comprehensive plan with measurable actions.

Mr Rehman subsequently raised a challenge about the rationale for the 5-year timescale, given the need for the Board to be assured that staff and students had confidence in the University's policies and procedures. Professor Baldwin explained that whilst the Action Plan had an overall lifespan of 5 years, there were shorter timescales associated with individual actions. He undertook to raise the question of the timeframe directly with Professor Ireland.

**Resolved:** That the update on the Race Equality Charter Action Plan be noted.

*Jim Carter joined the meeting before the presentation of the Vice-Chancellor's Report.*

## **UB1251. Vice-Chancellor's Report**

The Vice-Chancellor presented his report which provided an update on external factors affecting the University and a summary of ongoing internal activity. 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) *Reserved Minute - Text Redacted*

(ii) *Labour Government*

Ministers in the new Labour Government were articulating a more supportive narrative around the higher education sector, recognising the benefits of a university education and the social and economic contributions made by universities. Concurrently, UUK was appealing to the Government for an increase in tuition fees commensurate with the rate of inflation. The new Skills England entity had been established to further the skills agenda.

(iii) *Office for Students*

The independent review had recommended that the Office for Students (OfS) adopt an increased focus on financial sustainability of the sector through targeted risk-based regulation. The Vice-Chancellor and Chief Finance Officer had attended a Financial

Sustainability Event organised by the OfS during the summer. More recently, the OfS had instigated meetings with institutions where a downward trajectory in UCAS and/or international applications had been identified, including the University. During the meeting, the outturn for the last financial year and the budget for the current year had been explained, and representatives of the OfS appeared reassured by the information provided by the University.

(iv) *Universities UK*

The financial sustainability of the sector had been the main theme of discussion at the recent Universities UK (UUK) conference. In the meantime, the University was looking forward to a visit by the President of UUK which would be a great opportunity to showcase its facilities and achievements. Additionally, Professor Baldwin had been appointed to the UUK Board.

(v) *National Student Survey*

The National Student Survey (NSS) results published in July had placed the University 49<sup>th</sup> overall out of 122 providers in the sector, with an improved positivity score by 0.7 points. Following publication of the Daily Mail and Guardian League Tables, the Times League Table had now been published, showing that the University had risen from 111 to 96<sup>th</sup> position.

In response to an enquiry from Dr Smith as to why the University ranked 9<sup>th</sup> out of 12 institutions in the Northwest in the Daily Mail League Table, Professor Baldwin explained that publishers' use of metrics varied in terms of weighting and currency which created inconsistencies and confusion. The Strategic Data and Policy Insight Team was engaged in a full analysis of the University's position across the league tables with a view to learning lessons.

Whilst the League Tables did not appear to have a significant impact on recruitment, it was clear that they did influence international student choices and, of course, the University would prefer to be placed higher.

With reference to the subject rankings, Miss McCarthy enquired about the extent to which these corresponded with the University's perceptions and whether they were used to inform decisions on the focus of future course delivery. Whilst the University's perception sometimes aligned with the subject rankings and sometimes did not, Professor Baldwin affirmed that decisions on the University's course offering were informed by multiple factors, in particular, the NSS.

Noting that one of the criteria for the League Tables was the number of first and upper second-class degrees conferred, the Chair acknowledged that the University was committed to maintaining robust academic standards.

(vi) *Reserved Minute - Text Redacted*

(vii) *Reserved Minute - Text Redacted*

(viii) *Knowledge Exchange Framework*

The results of the Knowledge Exchange Framework (KEF) 2024 had been published today. The University had maintained its excellent standing from last year whilst strengthening its engagement with businesses, having been placed in the top 20% of all higher education providers. This success was acknowledged by a recent article in Times Higher Education which noted how larger post 1992 universities with a broad disciplinary base had outperformed their Russell Group counterparts in terms of economic engagement.

(ix) *Reserved Minute - Text Redacted*

#### *Deliberations*

Mr Frediani explored recent media reports that universities were seeking an increase in tuition fees to over £12k per annum, with a potential 'trade-off' being an agreement to reduce international student numbers. Discussion ensued about the difference in expectations between the Russell Group and Million Plus universities, the anticipation that the Government would require 'something in return' for a fee increase, the potential impact on domestic recruitment, and the difficulty of reconciling any capping of numbers with the new Government's more welcoming stance towards international students. Mr J Baldwin reported that these issues had been discussed at the UUK conference in the light of recent experiences in Australia and that it would be a difficult balance for the Government to achieve. Reserved Minute - Text Redacted.

The Chair observed that it was equally important to address the maintenance loan and the need for it to keep pace with the cost of living.

The Chair thanked Professor Baldwin for his comprehensive report.

**Resolved:** That the Vice-Chancellor's Update Report be noted.

**UB1252. Reserved Minute - Text Redacted**

**UB1253. Reserved Minute - Text Redacted**

**UB1254. Governance Effectiveness Review**

The Chair presented a report setting out the findings and recommendations of the Governance Effectiveness Review Panel (the Panel) which had been established by the Board to conduct a Governance Effectiveness Review (GER). A copy of the report is included in the Minute Book.

The Chair reported that the Panel which incorporated independent expertise, had a remit to review the University's compliance with the Higher Education Code of Governance and Office for Students (OfS) Regulatory Framework and to look more broadly at the University's overall governance arrangements including Board effectiveness, committee structure and relationships between the Board and the Executive.

The Panel had concluded that, overall, governance at the University was effective. The Board was asked to consider a suite of recommendations which were intended to enhance the current arrangements. Whilst some recommendations were 'quick wins',

others would require updates to the University's constitutional and regulatory documents.

Whilst recognising the thoroughness of the Review, Mrs Lowry raised a question about the role of the Audit Committee in relation to the Governance, Risk and Nominations (GRN) Committee, in terms of providing assurance across the three areas of risk management, control and governance to the Board and externally.

The Chair explained that the existing arrangements had been enhanced in recent years to raise the profile of the risk register, providing oversight and assurance at the highest level of the VCG and the Board and co-ordination through cross-Committee membership. These arrangements had been endorsed by the independent experts on the Panel, with a recommendation for the Audit Committee to carry out 'deep dives' to ensure greater robustness.

Mrs Norris agreed that it was important to ensure that the new arrangements were co-ordinated and transparent. This could be achieved by clearly articulating the relationship between the strategic risk register, the internal audit plan and the proposed 'deep dives' in a process diagram and updating the terms of reference of the relevant committees. Mr Fisher also undertook to consult with the newly appointed internal auditors to ensure that the new arrangements were fully integrated with their plans.

Overall, members were assured by the findings of the GER that governance at the University was fundamentally sound that the recommendations would facilitate further enhancements.

It was noted that the findings would be used internally and that it was important to monitor the implementation of the recommendations through the GRN Committee and to schedule the next GER in a further three years.

In the meantime, further reports would be brought forward as soon as practicable setting out proposals to make amendments to the Instrument and Articles of Government, Committee Terms of Reference and Financial Regulations. The timetabling and agenda format of future meetings would also be reviewed in the light of the recommendations.

**Resolved:** That:

- (i) the Report of the Governance Effectiveness Review Panel be noted; and
- (ii) the recommendations set out in the Report be endorsed.

## **UB1255. Students' Union Report**

Stef Hartley, Chief Executive of the Students' Union, joined the meeting for item 10.

The President and Chief Executive of the Students' Union delivered a presentation on the new Students' Union Strategic Plan 2024-28 entitled 'Learn Well and Live More' and related Impact Report 2021-24. A copy of the slide deck is set out in the Minute Book.

Ms Hartley reported that:

- (i) The Students' Union had made real progress in the last 3 years as reflected in an improved NSS 2024 score of 78% and an increase in the number of students volunteering with the Union to over one thousand.
- (ii) The Strategic Plan was designed to align with the University's Strategy and was focused on three core missions as follows: tackling the cost of studying; boosting student wellbeing; and increasing attainment.
- (iii) Project management techniques were being applied to measure success in achieving the 'Big Hero 6', namely: Reward and Recognition; Training and Development; Elections; Welcome and Induction; Study Break; and Varsity.
- (iv) As part of the Enabling Plan, it was proposed to conduct a review of the current representation model, with a view to ensuring that it was truly representative. A set of proposals would be presented to the Board in due course.

In response to an enquiry about the title of the Strategic Plan, Mr Fitzgerald explained that it was intended to convey the aspiration for all students to receive a high-quality education, alongside opportunities to live a more fulfilling existence.

The Chair thanked colleagues from the Students' Union for the informative presentation, noting that the Board would wish to understand the reasons why the current representation model was no longer effective and evidence that a range of alternative models had been considered before endorsing any changes.

**Resolved:** That the Students' Union Strategic Plan and Impact Report be noted.

**UB1256. Reserved Minute - Text Redacted**

**UB1257. Safety, Health and Environment Annual Report**

The Deputy Vice-Chancellor (Operations) presented the Safety, Health and Environment (SHE) Department Annual Report, including Emergency Planning and Business Continuity, for the period September 2023 to August 2024. A copy of the report is set out in the Minute Book.

In briefly summarising the report, Mrs Connor reported that:

- (i) The SHE Department had been restructured to ensure that the University continued to fulfil its statutory duty to appoint competent individuals to maintain health and safety. It had been re-named the Health & Safety Department and new Head was being recruited. Responsibility for environmental issues and operational resilience had transferred into Estates and Campus Services, where the Executive Director held a NEBOSH qualification.
- (ii) There was a focus on maintaining the accreditation of the SHE Integrated Management System (IMS) to international management standards ISO 45001 Occupational Health & Safety and ISO14001 Environmental Management Systems. Two audits in 2024 had tested a wide range of safety, health and



environmental activities and identified no major non-conformities. A corrective Action Plan to address a small number of low-risk operational issues had since been approved.

- (iii) The new Head of Sustainability was working on a 3-year Sustainability Strategic Plan to achieve the University's net zero ambitions and strategic objectives around environmental awareness. Details of a new Energy Centre which formed part of the Decarbonisation Masterplan would be presented at the forthcoming Strategy Session.
- (iv) Fire safety was an ongoing priority and a paper detailing work with local Fire and Rescue Services to ensure the safe operation of buildings in line with fire safety legislation and to refine the existing fire risk assessment methodology, had recently been considered by the VCG. Regulatory fire safety audits conducted in 2023/24 had not identified any significant issues.
- (v) Optima Health had been engaged to provide Occupational Health (OH) services for staff and the majority of KPIs had been fulfilled. The report included statistics of OH referrals during the 2023/24 academic year and work was ongoing with Optima to learn from the statistics and maximise use of the service.

Discussion ensued and Miss McCarthy highlighted the importance of leadership in influencing behaviours to create a superlative culture of safety and inclusion.

The Chair also noted the importance of providing practical guidance to staff on safe lifting and stress management to minimise occupational health referrals and the benefits of sharing best practice with other HE providers.

Whilst looking forward to hearing about the new Energy Centre, Mrs Lloyd also highlighted the importance of ensuring transformer safety.

The Chair thanked Mrs Connor for the detailed report and acknowledged the work of the SHE Department in maintaining health and safety standards across the University.

**Resolved:** That the Safety, Health and Environment Annual Report be noted.

**UB1258. Reserved Minute - Text Redacted**

**UB1259. Annual Report of the Clerk to the Board**

The Clerk to the Board presented his Annual Report which set out various changes to the composition of the Board and its Committees during the last twelve months. A number of supporting documents were attached including: the Statement of Primary Responsibilities of the Board; all Committee Terms of Reference; and the Register of Interests Template. A copy of the Report is set out in the Minute Book.

Mr Fisher explained that the attachments represented a snapshot of the position as at the date of the first Board meeting of the academic year. Moving forwards, the Terms of Reference would be reviewed in the light of the recommendations arising from the GER and any proposed amendments would be presented to the Board for approval.

**Resolved:** That the Annual Report of the Clerk to the Board be noted.

**UB1260. Any Other Business**

There was no other business.

**UB1261. Date of the Next Meeting**

**The next formal** meeting would take place on 2 and 3 December 2024 at the Belsfield Hotel, Bowness-on-Windermere.

**Ian Fisher  
Clerk to the Board**