

BOARD OF GOVERNORS

Minutes of the meeting of the Board of Governors held on Wednesday 19 November 2025.

Present: Jenny Body (Chair), Rob Camm (from G25.11.4.6), Laura Claydon, Professor Georgie Gough, Domini Harewood (until G25.11.6.25), Professor Dame Julie Lydon, Ian MacKenzie (via Teams), Grant Mansfield, Jamie Paddon, Tim Simmonds, Margaret Simmons-Bird (from G25.11.4.4, via Teams), Gan Subramaniam (via Teams), Dave Tansley, Professor Sir Steve West (until G25.11.13.2).

Apologies: Asad Zarif Awan, Richard Bacon, Carolyn Donoghue, Professor Amanda Coffey, DVC and Provost, Jo Midgley, DVC and Registrar, Dan Wood, Chief People Officer.

In Attendance: Dr Jodie Anstee, Clerk, Katherine Davies, Director of Transformation and Improvement (for G25.11.8), William Liew, Chief Financial Officer (until G25.11.13.2), Alison Weeks, Head of Health and Safety (for G25.11.7), Jessica Wrigley, Governance Officer (until G25.11.13.2), Christine Gledhill, Deputy Clerk (minutes).

G25.11.1 DECLARATIONS OF INTERESTS

Jenny Body, Deputy Chair of the Board of Governors welcomed Members to the meeting, advising that the Chair, Richard Bacon was unable to attend.

Members were invited to declare any agenda items for which they may be conflicted. No declarations were received.

G25.11.2 MEMBERSHIP AND APOLOGIES

G25.11.2.1 Apologies received were noted as set out above.

Governor Re-Appointments

G25.11.2.2 Members **approved** the following recommendations of the Nominations and Governance Committee:

- i. Richard Bacon, Independent Member to be appointed for a second term of office of 3 years until 31 July 2029.
- ii. Jamie Paddon, Independent Member to be appointed for a second term of office of 3 years until 31 July 2029.
- iii. Ian MacKenzie, Independent Member to be appointed for an exceptional third term of office of 3 years until 31 July 2029.

G25.11.3 MATTERS RAISED BY GOVERNORS

G25.11.3.1 The Chair shared that a useful discussion had taken place at the Lay Governors session that morning, which included a conversation about AI and whether the seminar planned for February ought to be scheduled earlier.

The Chair proposed that she and the Clerk prepare a summary of the morning's discussion for circulation to Members, which was welcomed.

ACTION: Chair and Clerk

G25.11.3.2 Members were invited to share any matters of concern or strategic interest for the University and the Board, where these were not covered by items already covered in the agenda, and any details of recent University events or visits attended. No matters were forthcoming.

G25.11.4 MINUTES AND MATTERS ARISING

Paper G25/11/01 was received

G25.11.4.1 Members **approved** the minutes of the meeting held on Tuesday 23 September 2025.

Matters Arising

G25.11.4.2 Members were referred to the table of actions at the foot of the agenda and noted that all actions either had been completed or would be actioned subsequent to this meeting.

G25.11.4.3 Discussion returned to the topic of AI and Members heard that this was considered by the University Ethics and Integrity Committee (UEIC), and that the University was very much aware of its impact. Students were able to use AI, but there were rules and principles around what could be used and how, and students were required to disclose.

Margaret Simmons-Bird joined the meeting via Teams, who was welcomed to the meeting.

G25.11.4.4 Members requested that the planned seminar be scheduled as early as possible.
ACTION: Governance Team

G25.11.4.5 Rob Camm, Associate Board Member arrived. The Chair welcomed Rob, who was now starting his second term of office.

G25.11.5 COMMITTEE ASSURANCE REPORTS

Paper G25/11/02 was received

G25.11.5.1 Emergency Committee

In the absence of the Emergency Committee Chair, Richard Bacon, the Deputy Chair of the Board, Jenny Body summarised the confidential discussion held by the Committee at its meeting on 1 October 2025, which was noted by the Board.

G25.11.5.3 Audit, Risk and Assurance Committee (ARAC)

Jamie Paddon, Chair of ARAC provided Members with a summary of discussions that had taken place at the Committee meetings held on 7 October 2025 and 5 November 2025.

G25.11.5.4 Members noted the following in particular:

- i. The favourable opinion received from the Internal Auditors in their annual report.
- ii. The Committee's lengthy discussion of the Going Concern statement and the recommendation that the Annual Report and Financial statements be approved by the Board.
- iii. The new approach to Risk Management now being adopted following the departure of the Head of Risk, Resilience and Assurance. An interim postholder had now started at the University, focusing on business continuity and some risk work.
- iv. Progress of audit actions – the Committee's disappointment that a few deadlines had been missed, and its request that the Internal Auditors track these more proactively and alert the ARAC Chair of concerns.

- G25.11.5.8 Members also heard that a robust discussion was held regarding financial matters, which debated whether the underlying fundamentals were shifting, and that the levers so far relied upon may not be available in the future.
- G25.11.5.9 Members noted that ARAC had highlighted the need to look for different income streams and to ensure that the Board understands the return on investments, etc. These observations would be addressed later in the meeting when the Vice-Chancellor's Report was considered.
- G25.11.5.10 **Finance, Estates and IT (FEIT) Committee**
Ilan MacKenzie, the FEIT Committee Chair, summarised the discussions held by the Committee at its meeting on 15 October 2025 and in particular the recommendation that the Annual Report and Financial Statements for 2024/2025 and the Financial Forecasts to 2029/2030 be approved by the Board. These would be considered later in this meeting.
- G25.11.5.11 Members noted the following:
- i. A good discussion of the financial forecasts had taken place, during which the Committee had expressed a need for more understanding of the associated risks, and had requested a deep-dive session on these and the scenarios tied into the forecasts.
 - ii. Discussion of the Estates Strategy, due to be considered later in this meeting.
 - iii. Student information system
 - a. A follow-up meeting with a small sub-group of Governors and the DVC and Registrar was scheduled for 18 November but unfortunately had to be cancelled. This would be rearranged early in the new year.
 - b. There was not yet a full understanding of the plan going forward, the financial impact, potential recoveries or additional costs.
 - iv. Work was underway on AI and the Committee would seek to understand the governance arrangements when the strategy was finalised.
- G25.11.5.12 During discussions Members queried whether there was a need for a CIO among the VCE membership, given the current and future context and the current position regarding the student information system. Members also commented upon the presentation that had been shared for the Estates Strategy item and whether more could have been made of the University's position vis-à-vis other initiatives in the city. The presentation appeared to be silent on this broader context. Both matters would be discussed later in this meeting.
- G25.11.5.13 **Nominations and Governance Committee**
Members received the assurance report, noting that recruitment for an additional Governor would be progressed early in the new year.
- G25.11.5.14 **People and Academic Assurance Committee (PAAC)**
The Committee Chair, Jenny Body reported that one recommendation was being made to the Board – the approval of the Degree Outcomes Statement 2023/24 – and that the Committee confirmed its assurance in respect of the matters set out in the report.
- Degree Outcomes Statement 2023/24
- G25.11.5.15 Members asked whether any feedback from external examiners was received with regard to the University being below sector average for good honours. Members noted that this was the case in a small number of instances, with the vast majority of external examiners confirming that the University was 'in line with the sector'.
- Assurance was given to Members that the University was not an outlier.

- G25.11.5.16 Members also noted that the Office for Students (OfS) was now requesting universities look back to the classifications profile as it was in 2012 and to track from that point (rather than 2019, pre-pandemic).
- G25.11.5.17 Members heard that the University was in a reasonable position, but given the increasing challenges in relation to AI, was now required to review the nature of its assessments and develop different ways of assessing. This was the case throughout the sector.
- G25.11.5.18 Members noted that other challenges were in play, including the expectations of students in a marketised environment, and the pressure applied by the fact that datasets fed into league tables.
- G25.11.5.19 Members enquired as to whether the University was satisfied that assessments and grading awarded accurately represented the hard work and merit of its students, and were not driven by anything beyond that. Members noted the confirmation that this was the case, and that the external examiner system provided an environment in which equivalence was mapped.
- G25.11.5.20 Members asked if there was significant difference in the number of first-class degrees awarded at the University against those at Bristol and in the South West. Members supported the observation that the value-add at UWE Bristol was higher.
- G25.11.5.21 During discussions Members heard that for employers, whilst the degree qualification was noted, the classification itself was not a significant factor in the decision whether to appoint a graduate applicant. Members also acknowledged that in the case of many UWE Bristol degrees a long-term working relationship with the employer was already in place.
- G25.11.5.22 Members requested that the percentage of graduates entering graduate employment in the context of the sector, be considered by the People and Academic Assurance Committee.

ACTION: DVC and Provost

- G25.11.5.23 Members **approved** the Degree Outcomes Statement 2023-24 for publication on the University website.
- G25.11.5.24 Members engaged in an open discussion about the use of the term 'Global Majority' by the University and the level of acceptability of the term beyond UWE.
- G25.11.5.25 During discussions, Members noted the following:
- i. This matter had been discussed a number of times; the term was embedded in the Anti-Racism Strategy, and its use was explained in the first Anti-Racism training module.
 - ii. A reminder that the University had used the term BAME for many years with which there also had been discomfort. The University worked with staff and students on this and whilst the term may not chime with other organisations and communities yet, it did so at the University.
 - iii. A lack of understanding existed as to where the term came from, but also a recognition that no one term would fit everyone. In the University there was a discussion and a consultation with those most affected, who confirmed that they preferred the term Global Majority. This was a good indication as to why it was used.
 - iv. The term came from the fact that the majority in the world were people of colour and a feeling of pride in the University for using it, was expressed.
 - v. The need to be cognisant of the need to continue to distinguish between particular groups, depending upon context (e.g. the Black-White awarding gap, the Asian-White awarding gap, etc.).

- vi. The personal perspective provided with regard to the frustration felt at being told how one should be defined. The term was used by the University and should be embraced, and efforts made to educate others to use it.
- vii. The need to be sensitive to the impact of the term on the individuals concerned, and on others.
- viii. The EDI Advisory Group would continue to keep the term in its considerations.

STRATEGIC ITEMS FOR DISCUSSION

G25.11.6 VICE-CHANCELLOR'S REPORT

Paper G25/11/03 was received

G25.11.6.1 Members noted the content of the report and received an update from the Vice-Chancellor.

G25.11.6.2 *Anti-Racism*

- i. Significant progress was being made in respect of the Anti-Racism Strategy, bolstered by the work of the University's EDI Advisory Group.
- ii. Members of the VCE continued to attend listening events and workshops, which were overwhelmingly seen as positive.
- iii. The Strategy was being socialised/normalised within conversations and used to inform decisions.
- iv. Whilst it was too early yet to see the impact in terms of reduction of gaps, the direction of travel was evident. The University recognised that it was on a journey over a long period of time and that shifts in datasets would emerge. The University was starting to see a change in culture.

G25.11.6.3 *Bristol Old Vic Theatre School (BOVTS)*

- i. Student retention and progression were positive, and Postgraduate student intake was strong.
- ii. The University was continued to engage with the BOVTS CEO and Board.

G25.11.6.4 to *Student Recruitment*

G25.11.6.6 This item is recorded as a confidential minute.

G25.11.6.7 *Post-16 Education and Skills White Paper*

- i. Published on 20 October 2025 and with a scope wider than previous HE or FE strategy documents, the white paper set out a range of issues, broken down into three key areas:
 - a. Joining up skills and employment throughout the systems (including through Skills England and funding reform).
 - b. Reforms in the further education/college sector.
 - c. Reforms in the higher education sector.
- ii. Over 300 recommendations were presented in the paper, the review and impact of which would be reviewed through the Strategic Academic Portfolio Group.
- iii. The white paper would also inform further refinement of the University's regional strategy and opportunity for a RISE Academy.

G25.11.6.8 During discussions Members heard that concerns about the worsening finances of the sector were beginning to be recognised and as previously discussed, the business and funding model for the HE sector needed to be revised.

G25.11.6.9 Members noted that there was a need to reset delivery and explore new opportunities – for example, TNE in new and emerging markets, which themselves came with significant risk; therefore the undertaking of detailed due diligence exercises was imperative.

- G25.11.6.10 Members were reminded of the University's position, noting that the annual accounts and five-year financial forecasts were to be considered later in this meeting. Members noted that the whole sector was concerned about forward-looking financials and heard that 45% of institutions were reported to be delivering a negative outturn.
- G25.11.6.11 Members acknowledged that Government rescue was unlikely and therefore the business and funding models had to change. Other institutions would need to engage in significant conversations about workforce, the delivery of services, etc.
- G25.11.6.12 Members recognised that the University was ahead of the curve in this regard and in a relatively good position, which provided headroom to give proper consider to its future steps, including how best to capitalise on opportunities and new funding streams that were starting to flow into regions.
- G25.11.6.13 Members queried the current level of the Finance strategic risk. Members noted that this had been discussed in detail by both the VCE and the FEIT Committee, and reflected the University's financial position. Members were reminded that the risk level would change should the University's financial position show signs of deterioration.
- G25.11.6.14 Members discussed the need to have an indicator that was a 'call to action' with sufficient lead-time for potential intervention.
- G25.11.6.15 Members were reminded of the work that the University was undertaking in respect of the University's academic endeavour, commercial income and the operational efficiencies of its campuses.
- G25.11.6.16 Dave Tansley, Independent Member requested that his discomfort with the portrayal of the risk position as improving, be formally recorded. The Chair of the FEIT Committee shared that the challenge presented would be taken back to the Committee.

ACTION: FEIT Committee Chair

The remainder of this item is recorded as a confidential minute.

Domini Harewood left the meeting at the conclusion of this item.

The Chair proposed that, given the overrun of timings, the Health and Safety Annual Report agenda item be brought forward to this point in the meeting, which Members accepted.

ITEMS FOR APPROVAL (PEOPLE AND PLACE)

G25.11.7 ANNUAL REPORT ON HEALTH AND SAFETY 2024/2025

Paper G25/11/08 was received

- G25.11.7.1 The Chair welcomed Alison Weeks, the University's Head of Health and Safety and noting that the report should be taken as read, invited Alison to raise any further points for Members' attention.
- G25.11.7.2 Members were reminded that at this point last year there had some concern about the possible impact of the University Transformation Programme (UTP) and the integration of health and safety. Members heard that safety and risk were being integrated into the new structures effectively, due largely to the work of the new Directors of Service, the further strengthening in the Health and Safety business

partnerships, and the success of the occupational health and safety audit programme.

- G25.11.7.3 Members also noted the following:
- i. All performance indicators had improved.
 - ii. Health and Safety Objectives and Key Results (OKRs) for 2025 to 2028 had been reviewed by the University Health and Safety Committee and the VCE, with draft proposals due for launch in December 2025.
 - iii. The priorities for 2025-2026, as detailed in the summary report.
 - iv. Consolidation of the embedding of safety and risk with the Schools and Colleges.
 - v. The new Services created through the UTP had inherited new risk profiles and the team was ensuring that representatives from those Services attend the University Health and Safety Executive Committee.
 - vi. Training – senior manager training is in place.

G25.11.7.4 Members enquired as to the areas causing most concern and noted the imperative to ensure that colleagues understand their roles and responsibilities in respect of health and safety, and that when building the structure and governance of a team, ensuring that health and safety considerations are integral to that.

G25.11.7.5 Members noted the report and approved the priorities for the coming year.

G25.11.7.6 Members heard that there was reasonable assurance of compliance with health and safety legislation.

G25.11.7.7 Health and Safety Policy Statement
Members **approved** the policy statement for signature by the Chair and the Vice-Chancellor.

G25.11.8 STRATEGY IMPLEMENTATION, PERFORMANCE AND RISK

Paper G24/09/04 was received

G25.11.8.1 Katherine Davies, Director of Transformation and Improvement joined the meeting, and was invited to provide an update. Members noted the following:

- G25.11.8.2 *Strategy 2030 KPI movement*
- i. The fall in Research income between 2023/2024 and 2024/2025. This would be the focus of a deep-dive discussion at the Research and Knowledge Exchange Committee (RKEC) in January 2026.

The remainder of this item is recorded as a confidential minute.

G25.11.9 ESTATES STRATEGY

Paper G24/09/05 was received

This item is recorded as a confidential minute.

STUDENT VOICE

G25.11.10 UPDATE FROM THE PRESIDENT OF THE STUDENTS' UNION

Paper G25/11/06 was received and noted

G25.11.10.1 Members noted the report and were invited to provide any comments or questions to the Head of Governance, who would relay these to the President of the Students' Union.

ITEMS FOR APPROVAL (FINANCIAL)

G25.11.11 **ASSURANCE REPORT: ACCOUNTS AND FINANCIAL FORECASTS**

Paper G2411/07 was received

- G25.11.11.1 Members noted the assurance provided by the ARAC and FEIT Chairs earlier in the meeting on the work undertaken by the respective Committees and reminded Members of the presentation on the accounts and financial forecasts provided by the Chief Financial Officer, William Liew on 1 October 2025. The Chair invited any further questions from Members and none were forthcoming.
- G25.11.11.2 Members formally noted the Audit Completion Report.
- G25.11.11.3 The Board **approved** the following:
- i. The Annual Report and Financial Statements 2024/2025.
 - ii. The Management Representation letter for signature by the Deputy Chair of the Board (in lieu of the Chair), on its behalf.
 - iii. The Financial Forecasts to 2029/2030.

REPORTS

G25.11.12 **CLERK'S REPORT**

Paper G25/11/09 was received

- G25.11.12.1 Members noted the content of the report. Dr Jodie Anstee, Clerk to the Board of Governors highlighted the following in particular:
- G25.11.12.2 **Freedom of Speech Policy**
Members noted that new duties had come into force from 1 August 2025 following regulatory guidance issued by the Office for Students in June, which had led to the deferral of consideration of the policy by the Board whilst this guidance was incorporated.
- G25.11.12.3 Members noted that the UEIC had received an assurance report on Freedom of Speech in the autumn term, which covered a number of considerations, the details of which were provided in the report.
- G25.11.12.4 Members heard that the Committee also considered the revised Freedom of Speech Policy for endorsement to Academic Board and thereon for Board of Governors approval. Members noted that the University would continue to monitor developments in this landscape.
- G25.11.12.5 Members **approved** the revised Freedom of Speech Policy.
- G25.11.12.6 **The Prevent Duty Monitoring Accountability and Data Return 2025**
Members were reminded that the Prevent Tactical Risk Descriptor was available in the BoardEffect library.
- G25.11.12.7 During discussions Members noted the details of the following:
- i. Prevent Duty Risk Assessment.
 - i. Prevent Duty Action Plan (as outlined in the risk assessment).
- G25.11.12.8 Prevent Annual Accountability Statement
Following full and careful consideration of the information provided, and subject to the correction of typographical errors in the Return document, Members **approved** the following declaration, as required by the Office for Students:

That the University:

- a) Has had due regard to the need to prevent people being drawn into terrorism (the Prevent duty).
- b) Has provided to the OfS all required information about its implementation of the Prevent duty.
- c) Has reported to the OfS in a timely way all serious issues related to the Prevent duty, or now attaches any reports that should have been made, with an explanation of why they were not previously submitted.
- d) Has reviewed, and where necessary updated, its Prevent risk assessment and action plan.

G25.11.13 ITEMS FOR WIDER COMMUNICATION

G25.11.13.1 Members remarked upon the interesting and engaging tour of the University's research facilities earlier in the day, recognising the excellent work being done. Members urged the University to take up all opportunities to promote this more robustly.

G25.11.13.2 Members of the University Executive and other staff left the meeting.

G25.11.14 POST-MEETING FEEDBACK

The Chair encouraged Members to reflect on the questions posed in the agenda and provide their feedback to the Clerk.

ACTION: All Members

G25.11.15 RESERVED BUSINESS

Paper G25/11/10 was received

This item is recorded as a confidential minute.

ITEMS TO NOTE

***G23.11.15 EMERGENCY COMMITTEE MINUTES**

*Paper * G25/11/11 was received and noted.*

***G23.11.16 AUDIT, RISK AND ASSURANCE COMMITTEE MINUTES**

*Paper *G25/11/12 was received and noted.*

***G23.11.17 FINANCE, ESTATES AND IT COMMITTEE MINUTES**

*Paper * G25/11/13 was received and noted.*

***G23.11.18 NOMINATIONS AND GOVERNANCE COMMITTEE MINUTES**

*Paper *G25/11/14 was received and noted.*

***G23.11.19 PEOPLE, CULTURE, QUALITY AND STANDARDS COMMITTEE MINUTES**

*Paper *G25/11/15 was received and noted.*

***G23.11.20 AUDIT, RISK AND ASSURANCE COMMITTEE ANNUAL REPORT TO THE BOARD OF GOVERNORS**

*Paper *G25/11/16 was received and noted.*

***G23.11.21 REMUNERATION COMMITTEE ANNUAL REPORT TO THE BOARD OF GOVERNORS**

*Paper *G25/11/17 was received and noted.*

***G23.11.22 CAMPUS DEVELOPMENTS UPDATE**

*Paper *G25/11/18 was received and noted.*

***G23.11.23 MAPPING THE UNIVERSITY'S GOVERNANCE PRACTICE TO SECTOR REGULATION AND CODES**

*Paper *G25/11/19 was received and noted.*

***G23.11.24 BOARD OF GOVERNORS MEETING SCHEDULE 2025/2026**

*Paper *G25/11/20 was received and noted.*

***G23.11.25 CORPORATE SEAL**

Members noted that there had been no requirement to apply the Corporate Seal since the last meeting.

ACADEMIC BOARD MINUTES, 2 OCTOBER 2024

*Paper *G25/11/21 was received and noted.*

DATES OF FUTURE MEETINGS

18-19 March 2025 inc. Away Day To be confirmed
8 July 2025 13:00 – 18:00 Starting with a joint strategic seminar with Academic Board

OUTSTANDING ACTIONS			
Meeting	Minute	Action	Lead
19 Nov 2025	G25.11.3.1	A summary of the discussion held in Lay Governors' session to be circulated to Board Members.	Deputy Chair and Clerk
19 Nov 2025	G25.11.4.4	AI seminar for Board Members to be scheduled as early as possible.	Governance Team
19 Nov 2025	G25.11.5.22	Percentage of graduates entering graduate employment in the context of the sector to be considered by the People and Academic Assurance Committee.	DVC and Provost
19 Nov 2025	G25.11.6.16	The challenge presented in respect of the portrayal of the Finance risk position as improving to be taken back the FEIT Committee for consideration.	FEIT Committee Chair
19 Nov 2025	G25.11.14	Post-meeting feedback to be shared with the Clerk.	All Members