

BOARD OF GOVERNORS

Minutes of the meeting of the Board of Governors held on Tuesday 23 September 2025.

Present: Richard Bacon (Chair), Asad Zarif Awan, Jenny Body, Laura Claydon, Carolyn Donoghue, Domini Harewood, Professor Dame Julie Lydon, Professor Elena Marco, Jamie Paddon, Margaret Simmons-Bird, Gan Subramaniam, Professor Sir Steve West.

Apologies: Professor Georgie Gough, Ian MacKenzie, Grant Mansfield, Tim Simmonds, Dave Tansley, Dan Wood, Chief People Officer.

In Attendance: Dr Jodie Anstee, Clerk, Professor Amanda Coffey, DVC and Provost, Katherine Davies, Director Transformation and Improvement (for G25.09.9), William Liew, Chief Financial Officer, Jo Midgley, DVC and Registrar, Jessica Wrigley, Governance Officer, Christine Gledhill, Deputy Clerk (minutes).

G25.09.1 DECLARATIONS OF INTERESTS

The Chair welcomed Members to the meeting and invited them to declare any agenda items for which they may be conflicted.

No declarations were received.

G25.09.2 MEMBERSHIP AND APOLOGIES

G25.09.2.1 Apologies were noted as set out above.

Confirmation of Chair and Deputy Chair of the Board of Governors

G25.09.2.2 Members confirmed Richard Bacon as Chair of the Board of Governors.

G25.09.2.3 Members confirmed Jenny Body as Deputy Chair of the Board of Governors.

G25.09.2.4 The Chair advised that he was now starting his third year as Chair and that he would formally step down in June 2026 at the end of this term of office; whilst he was happy to stand again, this would provide an opportunity for others to stand for the role if they wished to.

G25.09.3 MATTERS RAISED BY GOVERNORS

G25.09.3.1 The Chair shared that at the Lay Governors session that morning, he had provided an update on the recent activities he had undertaken as Chair, including attending over the last month several sessions organised by the Committee of University Chairs (CUC). One such session had focused on AI and this would be the topic of a Governor seminar over the coming months.

ACTION: Governance Team

G25.09.3.2 Members were invited to raise any matters of concern or strategic interest for the University and the Board, and to also share details of any recent University events attended or other visits to the University. None were forthcoming.

G25.09.4 TERMS OF REFERENCE

Paper G25/09/01 was received

G25.09.4.1 Members noted that all terms of reference were reviewed during the summer to ensure the continued clarity and flow of the responsibilities articulated. The Board of Governors' Terms of Reference had been updated to reflect the new title 'People and Academic Assurance Committee' and no other changes were recommended.

G25.09.4.2 Members **approved** the Board of Governors Terms of Reference 2025-2026.

G25.09.5 MINUTES AND MATTERS ARISING

Paper G25/09/02 was received

G25.09.5.1 Members **approved** the minutes of the meeting held on 8 July 2025.

Matters Arising

G25.09.5.2 Members noted that three of the actions from the last meeting were completed, and received updates on the others as follows:

G25.09.5.3 Matters Arising – FEIT Committee Assurance Report – Student Journey Programme (SJP) Progress Update (G25.07.5.11 refers)

Jo Midgley, DVC and Registrar advised that a “dress rehearsal” would take place in the coming week at which point it would be determined how close the project was to a final product. The outcome of this would be brought for the consideration of the Finance, Estates and IT (FEIT) Committee in October, and thereon to the Board of Governors in November.

ACTION: DVC and Registrar

G25.09.5.4 Audit, Risk and Assurance Committee Assurance Report (G25.07.6.17 refers)

Members noted that the Chair of the Audit, Risk and Assurance Committee attended the contract review meeting with KPMG, at which it had been agreed that a deep-dive session on their ratings methodology would be arranged for Committee Members.

G25.09.5.5 Horizon Scanning to 2040 and Beyond (G25.07.9.4 refers)

Members noted that this high-level information had been shared.

G25.09.5.6 Strategic Plan 2024-26 (G25.07.11.3 refers)

Members noted that an update on UTP benefits realisation would be provided to the Board at its meeting in March 2026, and a full report shared in July.

G25.09.5.7 Estates Strategy for 2030 and Beyond (G25.07.13.3 refers)

Members noted that Dame Professor Julie Lydon, Co-opted Member and Tim Simmonds, Independent Member had been invited to and would attend the Pensions and Financial Sustainability Sub-Committee meeting, which had now been scheduled for 1 October 2025.

G25.09.6 COMMITTEE ASSURANCE REPORT

Paper G25/09/0 was received

G25.09.6.1 **Nominations and Governance Committee**

The Committee Chair, Richard Bacon shared that the meeting held on 2 September 2025 had focused primarily on the review of the terms of reference of the Board and its committees for 2025/2026, and on the results of the self-assessment survey that was undertaken over the summer.

G25.09.6.2 *Self-Assessment Survey*

Members heard that the survey results had been largely positive and were summarised in the report provided in the BoardEffect library. The Committee had discussed in particular the observations made about the length of meeting papers and Board membership. Actions arising from the results would feed into the Governance Effectiveness Action Plan.

G25.09.6.3 *Terms of Reference*

Members noted that all terms of reference had been amended only to reflect the new title of the People and Academic Assurance Committee. Having considered the terms of reference for the Board earlier in the meeting, on the recommendation of the Committee, Members **approved** the following terms of reference of the following:

- Finance, Estates and IT Committee.
- People and Academic Assurance Committee.
- Nominations and Governance Committee.
- Audit, Risk and Assurance Committee.
- Remuneration Committee.
- Emergency Committee.
- Clerk's Business Planning.

STRATEGIC ITEMS FOR DISCUSSION

G25.09.7 **VICE-CHANCELLOR'S REPORT**

Paper G25/09/04 was received

G25.09.7.1 The Chair invited the Vice-Chancellor to draw out any highlights from the report. Members noted the following in particular:

G25.09.7.2 *Student recruitment*

- i. The current Undergraduate, Postgraduate and Degree Apprenticeship projections for each College.
- ii. The University's continued Transnational Education (TNE) success, having this year celebrated its 20th anniversary of such partnerships.

G25.09.7.3 *Guardian League Table 2026*

- i. The University's climb of over 20 places to 38th position from 64th. A full analysis of the results would be undertaken by the Business Intelligence team.
- ii. The University's goal to return to a top 30 position within the next 3 years.
- iii. The recent announcement of the University's improved position of 57th in the Sunday Times Good University Guide.
- iv. This positive performance was due to:
 - a. The improvements in the NSS.
 - b. The University remaining focused on addressing non-continuation and awarding gaps, and using mechanisms to understand how first- and second-year students were feeling.
 - c. The Programme Subject Readiness Review now taking effect (curriculum being reviewed, assessment and feedback, taking on board the views of students).
 - d. The University's genuine intention to improve the experience of its students.
- v. These rankings helped the University with regard to Home and International markets and QS rankings.

G25.09.7.4 *Policy Matters*

- i. The innovative approach demonstrated in the coming together of the universities of Greenwich and Kent would continue; Universities UK (UUK),

- Advance HE and possibly the Committee of University Chairs (CUC) were likely to follow developments closely for opportunities to engage.
- ii. The University continued to explore opportunities for positive collaboration across the region.
 - iii. Minimum Income Standard for Students - the recent report which showed how much first-year students needed for a minimum socially acceptable standard of living. There were significant pressures on students and living costs in Bristol were higher than in many London boroughs.
 - iv. Jacqui Smith remained the Minister of State for Skills, and was now also the Minister of State for Women and Equalities, following the recent Cabinet reshuffle.
 - v. The Minister had agreed that the HE Task Force would continue and that a HE and Student Champion would be appointed whose focus would be on student mental health and wellbeing, social isolation, loneliness, sexual harassment and misconduct.
 - vi. The HE Task Force would continue to embed those matters on which it had already published, including attendance monitoring, sensitive communications, university pathways, and unexpected deaths and suicides reporting to governing bodies.
 - vii. The need to explore how all this would be reported across the sector, possibly to the OfS.
 - viii. The matter of a statutory duty of care had not gone away.

G25.09.7.5 Members commented on the reference to social isolation and loneliness and asked whether the University had received any feedback in relation to the recent activity regarding flags/patriotism, and whether there was a plan in terms of a response.

G25.09.7.6 Members noted that a UUK group was in place with which Vice-Chancellors were able to engage, that accommodated the sharing of information as to how such matters were being managed on campus (encampments, etc.). Members also noted the confirmation that the University had not been subject to such activity.

G25.09.7.7 Members also heard that the University met regularly with the Trade Unions, who had expressed a desire for the University to prepare a joint letter with them regarding the protests about Far Right activity, that were taking place in London and elsewhere. Members noted the University's position that it was an apolitical organisation and its legal duty in respect of Freedom of Speech.

G25.09.7.8 Members asked whether staff and students were signposted to resources that provided reassurance and noted the confirmation that this was the case, and which also linked to the University's Anti-Racism Strategy.

G25.09.7.9 On behalf of the Board, the Chair requested that it be formally noted that the Board of Governors wished to reinforce to the University community that the University supported all students and staff.

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

G25.09.8 STRATEGY IMPLEMENTATION, PERFORMANCE AND RISK

Paper G25/09/05 was received

Katherine Davies, Director Transformation and Improvement joined the meeting.

G25.09.8.1 Members noted the following from the update provided:

Corporate Scorecard

- i. Two KPIs had been updated – NSS Teaching and Workplace Recommendation. The latter was significantly below target but was based on

the results of the most recent Pulse survey. A full staff survey would be undertaken in Spring 2026.

- G25.09.8.2 Members commented that it would be helpful for Governors to see the full staff survey results by programme level to determine whether there were any common issues; for example, whether areas with unhappy staff also had poor NSS scores. This would be brought to the People and Academic Assurance Committee meeting in June 2026.

ACTION: Chief People Officer

G25.09.8.3 *Strategic Risk*

- i. All Strategic Risks went through the relevant committees prior to consideration by the ARAC, apart from Delivery of Strategic Change which comes direct to the Board.
- ii. The repurposed Strategic Planning risk to Delivery of Strategic Change and the associated Risk Descriptor:
 - a. This had been developed following the KPMG internal audit review of the University Transformation Programme (UTP) and a sector publication by PwC.
 - b. Some of the aims were ambitious; the critical actions when progressed, would move across to controls and the impact would be determined.

- G25.09.8.4 During discussions Members noted the value of having a view of trajectory for the risks, even if this were simply the view of management (rather than evidence-based). Members noted that this could be provided, and that there would be a rationale in place around it. Other suggestions were proposed in terms of timeframe (e.g. +2 years, +5 years). The matter would be progressed outside of the meeting.

ACTION: Clerk

- G25.09.8.5 The paper 'Portfolio Dashboard' was tabled.

G25.09.8.6 *2025-2027 Strategic Plan*

- i. The listed priorities in the plan constituted the University's Change Portfolio and each had a VCE Member as the Senior Risk Owner (SRO). Also detailed were the relevant business owners, the internal governance arrangements and the means by which oversight by the Governing Body – be it the Board or its Committees – was undertaken.
- ii. The Plan had been developed based upon the recent KPMG internal audit review, and focused on how assurance was secured.
- iii. Assurance would be provided to the Board at each meeting in respect of four areas as below, with an exploration of a couple each time:
 - a. Compliance.
 - b. Risk.
 - c. Performance.
 - d. Resourcing.
- iv. Student Enquiry Management (CRM) – Phase 1 had been delivered on time, slightly over budget (included live chat, email and appointment booking). Phase 2 had started and would enhance those capabilities.
- v. University Anti-Racism Strategy – Progress to date was noted. Engagement metrics had been developed and would be utilised before a decision was made to move to the next phase. 73% of staff had completed the training, which was now mandatory.
- vi. Student Journey Programme continued to be closely monitored, as reported earlier in the meeting.

- G25.09.8.7 During discussions Members noted that 'Climate and Sustainability' was rated Red for performance and the challenge presented by the objective of Net Zero by 2030,

given the impact the University's plans for growth and its AI investment were likely to have. Members noted that whilst this challenge was acknowledged, there was a lot of excellent work being undertaken, the details of which were provided in the Sustainability Annual Report.

- G25.09.8.8 Members heard that it was not possible to deliver Scope 3/Net Zero by 2030; other parties were involved (e.g. aircraft industry, etc.) and therefore there was a need for a candid conversation about what it was the University was trying to do. Members noted that this would be scheduled into the business plan for the FEIT Committee.

ACTION: Clerk

- G25.09.8.9 Members requested a key to the RAG ratings used in the Portfolio Dashboard.

ACTION: Director Transformation and Improvement/ Deputy Clerk

STUDENT VOICE

G25.09.9 UPDATE FROM THE PRESIDENT OF THE STUDENTS' UNION

Paper G25/09/06 was received

- G25.09.9.1 The Chair thanked Asad Zarif Asan, UWESU President and Student Nominee for the comprehensive report and shared the Board's appreciation for his work in supporting the University's students.

- G25.09.9.2 Members noted the following:

- i. Since taking up his role Asad had attended two regional Sabbatical Officer days – one held at the University, the other held at the University of Bath. Topics discussed had included transport, the cost of living crisis, age wage band, affordable housing, mental health and wellbeing and International students.
- ii. The NUS had reformed its democratic structure, and had requested Students' Unions to appoint representatives to attend conferences, voting when required.
- iii. Key issues locally included:
 - a. The cost of living in Bristol was comparatively high. The Students' Union at UWE (SU) continued to offer support with community larders, emergency food shops, part-time work and healthy living campaigns.
 - b. Transport costs – the SU supported the NUS campaign for free travel for under 22s.
 - c. Supreme Court ruling – the SU sought to ensure it was legally compliant and inclusive, and continued to liaise with the University's trans students.

- G25.09.9.3 Members expressed their congratulations to the SU on its excellent video on Sustainability.

REPORTS

G25.09.10 CLERK'S REPORT

Paper G25/09/07 was received

- G25.09.10.1 Members noted the content of the report. Dr Jodie Anstee, Clerk to the Board of Governors highlighted the following in particular:

G25.09.10.2 Board Assurance Framework and Programme of Business

Members noted the Assurance Framework provided with the Board's terms of reference earlier in the meeting, and the areas of work being picked up in the 2024-27 Strategic Plan. Members also noted the intention to encourage diversity of voice to feed into the business being considered.

G25.09.10.3 Members were reminded that the Clerk's Report would capture any slippage in terms of business being considered.

G25.09.10.4 Members further noted that dates for strategic seminars were in the process of being finalised.

G25.09.10.5 University Events

The Chair commented upon his own enjoyable experience in attending a previous year's Welcome Fair and encouraged Members to contact the Student Nominee if they were able to attend those that were being held that week.

G25.09.10.6 Members also noted that Graduation Ceremonies would be held the week commencing 24 November.

G25.09.10.7 Annual Modern Slavery and Human Trafficking Statement 2024-2025

Members were reminded that the University's annual Modern Slavery and Human Trafficking Statement was considered for approval by the Board in September each year, for publication on the website and inclusion in the University's Annual Report. The progress made in the 2024/2025 academic year, changes to the risk environment and plans for 2025/2026 were noted by the Board.

Members **approved** the annual statement for signature by the Vice-Chancellor and publication.

G25.09.10.8 On behalf of the Board, the Chair thanked the Clerk for her work and support for Governors.

G25.09.11 ITEMS FOR WIDER COMMUNICATION

G25.09.11.1 The Chair invited Members to identify any items of discussion for sharing with the wider University community. Members wished to report its visit to the School of Engineering. This would be captured in the Governance news article.

ACTION: Deputy Clerk

G25.09.12 POST-MEETING FEEDBACK

G25.09.12.1 The Chair reminded Members of this final agenda item, introduced at the last Board meeting, which was intended to provide a learning opportunity from each other's experience together. Members were invited to share feedback and insights as to how the meeting had proceeded, with particular reference to:

- Feeling seen and heard.
- Feeling psychologically safe in the meeting to engage in discussion.
- Whether the team dynamics/atmosphere contributed to a positive team spirit.

G25.09.12.2 During discussions Members endorsed the view expressed that this opportunity for reflection was good practice and that it was important to do this in a meaningful way. Carolyn Donoghue, Independent Member offered to share with the Clerk example questions that were used elsewhere, which was welcomed by the Board.

ACTION: C Donoghue

G25.09.12.3 Members were invited to reflect upon the questions listed and to share any feedback with the Clerk.

ACTION: All Members

G25.09.13 ANY OTHER BUSINESS

G25.09.13.1 Senior Staff Changes

Members noted that Professor Emmanuel Adukwu had been appointed as the new Dean of Students, focusing on student experience and outcomes for Global Majority students. The previous Dean of Students, Gerry Rice would take up a new position as Assistant Pro Vice-Chancellor, Campus & Communities.

ITEMS TO NOTE

*G25.09.14 NOMINATIONS AND GOVERNANCE COMMITTEE MINUTES

*Paper *G25/09/08 was received and noted.*

*G25.09.15 CORPORATE SEAL

*Paper *G25/09/09 was received and noted.*

*G25.09.16 ACADEMIC BOARD MINUTES, 2 JULY 2025

*Paper *G25/09/10 was received and noted.*

DATES OF FUTURE MEETINGS

19 November 2025	13:00 – 18:00	
17-18 March 2026	inc. Away Day	Hare and Hounds, Tetbury
8 July 2026	13:00 – 18:00	Starting with a joint strategic seminar with Academic Board

OUTSTANDING ACTIONS			
Meeting	Minute	Action	Lead
23 Sept 2025	G25.09.3.1	Seminar on AI to be arranged for Governors.	Governance Team
23 Sept 2025	G25.09.5.3	Outcome of the SJP 'dress rehearsal' meeting to be brought to the October FEIT Committee meeting and to the Board of Governors in November.	DVC and Registrar
23 Sept 2025	G25.09.8.2	Staff survey results by programme level to be presented to the June 2026 PAAC meeting.	Chief People Officer
23 Sept 2025	G25.09.8.3	A view of the trajectory of the Delivery of Strategic Change risk to be provided.	Clerk
23 Sept 2025	G25.09.8.8	Discussion of Scope 3/Net Zero ambition to be scheduled into the FEIT Committee business plan.	Clerk
23 Sept 2025	G25.09.8.9	Key to the RAG ratings used in the Portfolio Dashboard to be shared.	Director Transformation and Improvement/ Deputy Clerk
23 Sept 2025	G25.09.11.1	Governors' visit to the School of Engineering to be captured in the Governance news article.	Deputy Clerk
23 Sept 2025	G25.09.12.3	Example feedback questions to be shared to be shared with the Clerk.	C Donoghue
23 Sept 2025	G25.09.12.3	Post-meeting feedback to be shared directly with the Clerk.	All Board Members