

MEETING OF THE BOARD OF TRUSTEES
11 JULY 2024

REDACTED MINUTES FOR PUBLICATION

A meeting of the Board of Trustees was held at Horizons, UCEM, 60 Queen’s Road, Reading, RG1 4BS from 13.00-16.15pm on Thursday 11 July 2024.

Present:	Prof N Braisby (NB)	
	A Clack (AC)	(Chair)
	C Costigan (CC)	
	A Denton (AD)	(Student Trustee)
	J Hubert (JH)	(Staff Trustee)
	Dr S Jackson (SJ)	(Vice Chair)
	Prof M Jones (MJ)	
	R Kerslake CBE (RK)	
	P McCrea OBE (PM)	
	B McManus (BM)	(Student Trustee)
	G Ralphs (GR)	
	D O’Rourke (DOR)	
	G Scott (GS)	(Honorary Treasurer)
	C Thackeray (CT)	Staff Trustee
	C Turley (CT)	
	M von Tunzelman (MvT)	
	A Wheaton (AW)	(Vice Chancellor)
In attendance:	C Augustine (CA)	Board Apprentice
	H Al-Katib (HAK)	(Director of Strategy & Planning) for item 3.1 only
	S Bartle (SB)	(Pro Vice Chancellor Business Development & Apprenticeships) for item 5 onwards only
	J E Fawkes (JEF)	(Deputy Vice Chancellor & University Secretary)
	Dr W Finlay (WF)	(Pro Vice Chancellor Education) for item 5 onwards only
	L Gaitskell (LG)	Board Apprentice
	L Hughes (LHu)	(Clerk to the Board) – minute taker
	J Kerr (JK)	(Finance Director) for item 5.2 only
	A Williams (AWi)	(Executive Director Innovation & Partnerships) for item 5 onwards only
	A Youell (AY)	(Executive Director Digital and Regulation) for item 5 onwards only
Apologies:	N Hughes (NH)	

TRUSTEE TRAINING

12971 EQUALITY DIVERSITY AND INCLUSION

- 12972 Prior to the formal meeting commencing, a trustee training discussion session was held on EDI and the Board role in both gaining assurance in respect of EDI at UCEM and how Board members might contribute to embedding EDI further across UCEM. The session was led by Prof. Nick Braisby and supported by the outgoing Lead Trustee for EDI, Misa von Tunzelman, and the incoming Lead Trustee for EDI, Prof. Michelle Jones.
- 12973 NB provided some context around EDI across higher education in terms of access, continuation and success rates of students by protected characteristics to help surface some of the issues that exist. NB stressed that EDI is a collective responsibility but ensuring there is proper accountability for it within the institution is essential. Assessing the impact of any activities on EDI is difficult and must reflect qualitative and quantitative data. For UCEM, an added complexity is that most UCEM students are already in work and student perspectives on EDI might be more strongly associated with their workplace than with UCEM itself.
- 12974 Discussion following the short presentation focussed on industry, its role in improving EDI in the sector and how UCEM can lead on this to change the sector for the future. Potential actions to consider taking to enhance UCEM's focus on EDI and to have an associative impact on the wider sector included:
- UCEM may be able to provide tools to help its students and graduates to navigate their careers in the sector from an EDI perspective.
 - UCEM should be ensuring its systems and processes are all responsive and appropriate from an EDI perspective.
 - UCEM should seek to gain accreditation, a standard or an award with regards to EDI as part of demonstrating its commitment to EDI and the wider impact this has on the sector itself.
 - UCEM should review its non-continuation rates by protected characteristics to inform future initiatives.
 - When UCEM develops new programmes or designs new processes and systems, from the outset it should consider them from an EDI perspective and not just an educational perspective.
 - Trustees should attend wider UCEM events to hear directly from staff and students about inclusivity at UCEM (qualitative feedback to provide Board assurance).
 - It would be interesting to analyse data on non-continuation (both in studies and in careers) by gender at both entry into industry and at director level roles.
 - In the same way that UCEM has woven sustainability into the full institution and into all programmes it teaches, EDI should also be a golden thread institutionally.
 - UCEM needs to show diverse images and perspectives in all it does in order to better impact the industry – RICS female membership is still very low and far from 50:50. UCEM needs to lead and provide role models.
 - UCEM must retain its membership of the 30% Club (in March 2025 following completion of all recruitment and turnover anticipated on the Board, the

split will be 60% male to 40% female on the UCEM Board) and encourage similar diversity within industry.

- UCEM must challenge the OfS regarding their focus on academic outcomes through regulation of higher education, which is not always compatible with the EDI agenda.

12974 At the close of the discussion, the Chair thanked NB, MvT and MJ for leading the discussion.

1) GENERAL BOARD GOVERNANCE

12975 **1.1) DECLARATION OF ANY CONFLICTS OF INTEREST**

12976 There were no conflicts of interest reported.

12977 **1.2) APOLOGIES FOR ABSENCE AND WELCOMES**

12978 There were apologies for absence from new Independent Trustee Nick Hughes.

12979 The Chair welcomed Charlotte Thackeray, new Staff Trustee, and Peter McCrea OBE, new Independent Trustee, to their first official meetings in their new roles.

12980 **1.3) APPROVAL OF THE MINUTES OF THE MEETING HELD 18 APRIL 2024**

12981 The minutes and the proposed redactions of the Board of Trustees meeting held on 18 April 2024 (as provided at paper 1.3) were **APPROVED** as a true record and signed by the Chair. They will be published on the UCEM Governance webpage.

12982 **1.4) CHAIR'S ACTIONS SINCE THE LAST MEETING**

12983 The Board **NOTED** the Chair's Actions approved via email in late April 2024 to approve various appointments to the Board as follows:

12984 The Board noted the Chair's Action approved via email in April 2024 to approve the appointment of Peter McCrea as an Independent Trustee for an initial three-year term of office on the Board of Trustees from 1 May 2024 to 1 May 2027.

12985 The Board noted the Chair's Action approved via email in April 2024 to approve the appointment of Nick Hughes as an Independent Trustee for an initial three-year term of office on the Board of Trustees from 1 July 2024 to 1 July 2027.

12986 The Board noted the Chair's Action approved via email in April 2024 to approve the appointment of Jules Quinn as an Independent Trustee for an initial three-year term of office on the Board of Trustees from 1 September 2024 to 1 September 2027.

12987 The Board noted the Chair's Action approved via email in April 2024 to approve the appointment of Dr Liz Marr as an Independent Trustee for an initial three-year term of office on the Board of Trustees from 1 March 2025 to 1 March 2028 (but attending as first meeting as Trustee Designate in December 2024).

- 12988 The Board noted the Chair's Action approved via email in April 2024 to approve the appointment of Charlotte Thackeray as an Staff Trustee for an initial three-year term of office on the Board of Trustees from 1 June 2024 to 1 June 2027.
- 12989 The Board noted the Chair's Action approved via email in April 2024 to approve the appointment of Emma Shipp as an External Representative to the Audit Committee for an initial three-year term of office from 1 May 2024 to 1 May 2027.
- 12990 The Board noted the Chair's Action approved via email in April 2024 to approve the appointment of Professor Alison Cotgrave as an External Representative to the Academic Review Committee for an initial three-year term of office from 1 May 2024 to 1 May 2027.
- 12991 The Board also **NOTED** that one candidate, proposed for appointment as an Independent Trustee via email on 25 April 2024, will no longer be joining the Board.

12992 **1.5) BOARD APPOINTMENT**

- 12993 Jane Fawkes, University Secretary, updated the Board on a final Trustee appointment to be made which is recommended to the Board by the Nominations & Governance Committee (paper 1.5). This completes a period of high turnover during 2024 and 2025.
- 12994 The Board **APPROVED** the appointment of Jyotveer Singh Gill as an Independent Trustee for an initial three-year term of office from 1 September 2024.

ACTION: **Complete induction processes for Jyotveer Singh Gill to join the Board from September 2024. [LH]**

- 12995 The Board **NOTED** the phased changes on the Board through 2024-25 which will ultimately lead to a 60:40 male/female gender split by March 2025 and therefore support UCEM's continued membership of the 30% Club.

12996 **1.6) MATTERS ARISING AND ACTIONS SUMMARY**

- 12997 The summary showing the outcomes of actions from the meeting held 18 April 2024 (paper 1.6) was taken as read with updates on listed actions duly **NOTED**. Those actions still ongoing are: scheduling of a full Board discussion on Artificial Intelligence (though it was noted that the Academic Review Committee had discussed this subject in June 2024); and that a full update on the Access and Participation Plan performance vs plan will come in September 2024.

2) UNIVERSITY NAME CHANGE

12998 **2.1) UNIVERSITY NAME CHANGE AND TITLE APPLICATION**

- 12999 The University Secretary presented paper 2.1 to the Board which provided an update on the Trustee discussions to date, and specifically the Nominations & Governance Committee briefing in June 2024, regarding an application to change the title and name of UCEM to University of the Built Environment.

- 13000 The Chair and Vice Chancellor reminded the Board of the context of the decision to be made and the strategic rationale for it. This new name will support UCEM in achieving its vision to be the Centre of Excellence for Built Environment Education. This is a strategy of far greater depth and breadth and one of significant ambition which will be difficult to fulfil with the existing, widely mis-understood name of UCEM. The proposed name remains the only option to support UCEM in achieving this vision. The Vice Chancellor has been meeting with UCEM major clients in recent weeks and the vast majority are very supportive with only a few minor reservations expressed. These clients believe in the quality education that UCEM provides and that this will not change under a new name. In fact, many would wish to work more exclusively with UCEM if the product portfolio could grow quicker. The new name will ensure UCEM remains relevant for the next 100 years, providing clarity on what the institution does, and the change in name/branding will be handled with skill, quality and sensitivity to the long legacy and reputation of CEM/UCEM.
- 13001 **REDACTED**
- 13002 The Board **NOTED** that 75% of eligible Trustee votes would be required to pass the resolution. Board Apprentices were not eligible to vote. Nick Hughes provided his written support for the resolution via email to Jane Fawkes on 9 July 2024.
- 13003 The Chair asked all Trustees present to confirm their support for the following resolution:
It is resolved and agreed that UCEM will apply to the Office for Students to change its name to University of the Built Environment (UBE) and as part of this application apply for University title. The University Secretary is hereby authorised from the date of this resolution to submit the application on behalf of the UCEM Board of Trustees.
The resolution was supported unanimously.
- 13004 The University Secretary and Vice Chancellor thanked the Trustees for their support of the resolution and their input over recent years to reach this historic moment for the institution. Some photographs of the Chair signing the resolution were taken to mark the occasion.
- 13005 The University Secretary advised the first step to be taken will be submission of the application for title change to the Office for Students. A recent example of a similar name change process took 9-10 months in total to secure OfS approval. Part of the OfS process is to undertake a sector-wide consultation which could generate many hundreds of responses. UCEM has engaged lawyers to support the institution through this process. Once the change is approved by the OfS UCEM will need to apply to the Privy Council for the updating of the Royal Charter. At the same time as the application is submitted to the OFS, some further key stakeholder consultation will commence in the next two weeks to explain UCEM's strategic rationale for the change (this will be with some specifically identified parties whose support prior to OfS consultation will be sought, including the RICS and other PSRBs). Communications will also be planned for students, alumni and the Honorary Community. Initial design work for new branding will commence during 2024-25.
- 13006 The University Secretary clarified that general communications around UCEM's decision and next steps should not be undertaken at this time. Whilst not wholly confidential, the aim is to wait until OfS commences formal consultation before

UCEM does any more proactive activities beyond inviting the identified early key stakeholders to 1-1 discussions with the Vice Chancellor. If asked directly, Trustees can discuss UCEM's plans generically but with discretion.

13007 The Board **NOTED** the process to now be followed in terms of submission to the OfS of the required form and strategic rationale for UCEM to change its name to University of the Built Environment, the subsequent legal processes and the further consultation work to be undertaken with key stakeholders.

ACTION: Submit the form to the OfS for a change in title for UCEM to University of the Built Environment, commence key stakeholder consultation work and prepare a detailed budget and planning work for the project. [JEF]

13008 The Chair, on behalf of the whole Board, thanked the University Secretary for her work to date and leadership of this important strategic initiative for UCEM.

3) STRATEGIC DISCUSSIONS

13009 3.1) DRAFT STRATEGIC PLAN 2025-2030

13010 The Board welcomed Hannah Al-Katib, Director of Strategy and Planning, to join the meeting for item 3.1.

13011 The Vice Chancellor presented slides outlining the development of the draft strategic plan to date. This was the last time the Board would discuss the Plan ahead of the Board sign-off of the final version, planned for the meeting on 19 September 2024.

13012 The Vice Chancellor provided some further context, noting that the UK had elected a new Labour Government just one week ago. The Executive Team is discussing the likely policy changes and their potential impact on UCEM, and this will develop into a section updating the PESTLE/SWOT and Risks/Opportunities section of the plan by September. The VC also assured the Board that any adjustments can be made during the life of the plan.

13013 The VC confirmed that the core purpose and vision remain unchanged as they still resonate. The nine core elements of the strategy also remain, within the two halves of impact and influence. Sustainability has now been added to the central strategy wheel to demonstrate its core integration into everything the institution does. The draft plan outlines the 2030 objectives in detail for the Board, but the section on professional training is still not yet fully developed. Potential changes to the apprenticeship levy represent an opportunity for UCEM in this area, REDACTED. The Board suggested that an indication of the level of investment required for development of a professional training business was needed in order to approve the plan in September. The VC stressed that the productivity and business optimisation gains to be achieved do not represent a reduction in resources or any planned redundancy programme – the overall business will continue to grow, but it cannot continue to grow costs at the same rate. The aim will be to slow growth in costs in order to deliver an intentional margin which can be reinvested back into the business and the delivery of a positive student experience through planned investments. HAK reassured the Board that the means to measure each priority and metric has been considered.

- 13014 The Board considered various elements of the plan in more detail. The Board was advised that UCEM plans to launch its own Employer Satisfaction survey, the preparatory work for which will take place in the next year and will provide a baseline against which to measure UCEM's performance. The Board also queried whether UCEM should be aiming for Ofsted Outstanding in this plan period, rather than Good. UCEM will have 'Outstanding' as a stretch target and is working on its roadmap to Outstanding through this plan period. The Board queried whether UCEM has stretch targets in the area of sustainability and net zero. It is likely that UCEM will easily secure its scope 1&2 emissions targets as they are already low but that scope 3 will be challenging for the institution and stretch targets could be set in this area. The Board suggested UCEM be more explicit that it will design a target operating model as part of business optimisation.
- 13015 The Board also queried the role of UCEM in skills development, thought leadership and advocacy, and suggested this is strengthened in the collaboration section of the plan. REDACTED
- 13016 The Board was concerned about the level of realism in the ambition presented, and whether the detail behind each initiative and target had been fully costed with a mapped-out delivery roadmap. HAK assured the Board that a fully costed financial forecast would be provided in September and that the subsequent 10 months would be focussed on developing the delivery roadmap, ready for work to commence in August 2025. The Executive Team confirmed there is work to undertake to build sufficient capacity and capability to deliver the full depth of the plan, one core element of which will be a People Strategy.
- 13017 The Board queried REDACTED The Board also queried the level of growth in student numbers that is targeted and suggested that various scenarios around growth forecasts are stress-tested in order to better articulate UCEM's overall growth plan, trajectory and potential stabilisation point within this. The VC assured the Board that growth in income is distinctly different to growth in student numbers as income can grow substantially through retention.
- 13018 The Board suggested that the plan also refers to the potential for commercial partnerships.
- 13019 The Board **NOTED** that following the feedback provided in the meeting, a final plan will be presented to the Board in September 2024 for sign-off.
- ACTION: Present a revised and final strategic plan in September 2024 addressing the agreed areas for further work/detail:**
- REDACTED
- 13020 The Board also **NOTED** that a detailed delivery plan will be developed over the coming year to be in place for 1 August 2025 when the new Strategic Plan goes live and that within the next year REDACTED
- ACTION: Schedule a strategic Board discussion on UCEM Asia Ltd. [JEF]**
- 13021 The Chair thanked HAK for her contributions and for her work to develop the plan to date and invited her to leave the meeting.

4) PROPERTY UPDATE

<u>13022</u>	<u>REDACTED</u>
13023	REDACTED
13024	REDACTED.
13025	REDACTED
13026	REDACTED
	ACTION: REDACTED

5) MONITORING AND OVERSIGHT OF CX 9 TARGETS FOR 2023-24

13027	The Chair welcomed members of the Executive Team to the remainder of the meeting.
<u>13028</u>	<u>5.1) VICE CHANCELLOR'S OVERVIEW OF PERFORMANCE AGAINST TARGETS 2023-24</u>
13029	A UCEM progress update was provided by the Vice Chancellor (paper 5.1). The coloured RAG ratings in the report reflect the status of the objective at this final meeting of the 2023-24 financial year, providing the latest perspective on performance against the top level CX9 goals for the year. The performance was considered extremely positive for the year.
13030	The Vice Chancellor showed the Board the recent award UCEM won at the Kings Foundation Inaugural Awards for partnership of the year, which was considered an exceptional endorsement of UCEM's ambition to increase its presence, profile and impact across the sector. The Board congratulated UCEM.
13031	The Vice Chancellor reported that UCEM had exceeded its reach targets for the year as a whole following strong performance in recruitment for the autumn semester in particular. The pipeline for autumn 2024 also looks strong currently.
13032	The Vice Chancellor reported that the National Student Survey (NSS) results for 2024 had been published on 10 July 2024 and the results show UCEM has retained a strong performance and is securing consistently high scores with 81.9% positivity about UCEM's student experience. UCEM has scored higher than some significant competitors and is now ranked 58 th in the Times Higher Education rankings, the first time UCEM has ever secured a ranking. Given UCEM's model of part time, time-poor, working students, who all learn online only, the result was considered exceptional. The Board congratulated all UCEM staff on an outstanding result.
13033	The Vice Chancellor also reported that student outcomes in terms of module success rates continue to improve but that the focus will shift to programme level outcomes in the next financial year. UCEM's financial performance for the year is also positive with over performance on income and underspend on costs vs both the original

budget and the reforecast. UCEM will now be seeking to deliver such results by design with a strong budget at the outset. A number of significant and long overdue IT projects are underway this year, with a new Director of Technology leading on these. A key piece of work in the next year is to develop an institutional Technology Strategy. New programme development remains on track but is a huge institutional effort given the volume of ambition. This has been achieved alongside the revalidation of all Undergraduate programmes this year. UCEM was successful in its bid for Degree Apprenticeship Development funding to support this effort.

- 13034 The Vice Chancellor reported that UCEM's goals for the year on Globe and CPD/Professional Training are a bit behind plan but continue to evolve. UCEM was able to successfully resecure Responsible Futures accreditation in June and it launched a Student Sustainability Committee in early July as part of the Globe work. UCEM aims to present its plans for Professional Training as part of the final Strategic Plan 2025-2030 in September.
- 13035 The Employee Engagement Survey results for June 2024 dropped marginally from 4.3 to 4.1 giving an overall 4.2 for the year (on target). Further analysis of these results is taking place.
- 13036 REDACTED
- 13037 REDACTED
- 13038 Overall, the Vice Chancellor commented that this was an exceptionally successful year for UCEM with lots to be proud of, particularly in the context of many higher education institutions struggling financially. The Board thanked the Executive Team for delivery of CX9 and **NOTED** the overview of performance against the CX9 goals for the 2023-24 year.
- 13039 The Board queried how well the launch of new programmes for September is going to date. There is variable performance so far with the L4 and L6 Quantity Surveying apprenticeships securing healthy pipelines, but the MSc Urban Planning is more challenged. UCEM is seeking support from employers in securing RTPPI accreditation sooner for this programme. The pipeline for existing programmes is strong and everything possible to secure the target recruitment numbers will be undertaken in the 6-8 weeks remaining to the application deadline.
- 13040 The Vice Chancellor ended his update by informing the Board that Lynn Hill, interim Chief Operating Officer would not be joining UCEM permanently and will complete her contract on 9 August 2024. UCEM is recruiting through an agency, Peridot, and this was unsuccessful on the first attempt and will continue through the summer. There will be a gap in cover which means UCEM is unlikely to make any further progress on the business optimisation and productivity agenda in the immediate future. Consideration will be given to further interim solutions whilst the search for the right candidate continues. It was noted that there may be some high calibre candidates come into the employment market through the autumn given likely redundancies across Higher Education.
- 13041 The Vice Chancellor also informed the Board that UCEM announced some changes to operating practices to be implemented from 5 August 2024. These include the introduction of core office days (from Tuesday-Thursday inclusive) for those on

Horizon's based contracts and a full closure of Horizons on Fridays to allow UCEM to bank the associated operating savings. UCEM will continue to explore sub-letting options to generate additional income or to let the space for charitable purposes.

13042 **5.2/ BUDGET FOR 2024-25**

13043 The Chair welcomed Jim Kerr, Finance Director, to the meeting for item 5.2.

13044 JK presented a budget for 2024-25 (papers 5.2 and 5.2a). This budget was reviewed and scrutinised in detail by the Finance Committee on 27 June 2024 and is presented to the Board for approval with the Committee's endorsement that it is a sensible and achievable budget for the year ahead.

13045 **REDACTED**

13046 The Honorary Treasurer commented that work has been undertaken on a multi-year forecast and this will be presented as part of the final Strategic Plan 2025-2030 in September. Work is also to be carried out on plans for how UCEM can and should spend the operating surplus it now generates as investment back into the business and its business optimisation plans.

13047 The Board **APPROVED** the proposed budget for 2024-25 as presented.

13048 The Chair thanked JK for his contributions and his/the Finance Team's work to prepare this budget and invited him to leave the meeting.

13049 **5.3) OFS CONDITION OF REGISTRATION – FREEDOM OF SPEECH**

13050 Jane Fawkes presented an overview of a new Condition of Registration with the Office for Students (OFS) regarding Freedom of Speech and how UCEM is planning to ensure it remains compliant with the condition as per paper 5.3.

13051 JEF reported that a new Act has been passed and the Code of Practice in Paper 5.3a represents UCEM's means to meet the new regulatory obligation. Any necessary revisions to working processes to ensure the new Code of Practice is delivered are being adopted. Whilst UCEM has no physical campus and no Students Union, it is not exempt and will need to be vigilant with regards to its Virtual Learning Environment. UCEM will undertake proactive monitoring as far as possible as well as allow for issues to be reported.

13052 NB commented that meeting the regulations will not be easy. The Act requires promotion of Freedom of Speech so internal communications activities will be required to ensure all staff are fully aware. In addition, there are challenges in terms of international students and the Board suggested UCEM reviews in time whether the Code of Practice effectively addresses these students. This is of particular relevance with UCEM's Hong Kong students who are governed by Chinese law, but UCEM must apply UK law to the VLE. CC commented that his institution has undertaken a detailed review in preparation for this regulation and he would be willing to share the outcomes with UCEM.

13053 The Board suggested UCEM reviews the compatibility between the External Speaker policy and the Code of Practice on Freedom of Speech to ensure they fully align with

each other. The Board also noted that the Quality Audit Group has reviewed Freedom of Speech at UCEM and has a series of actions to put into place. It was suggested the Audit Committee looks to commission an external audit of Freedom of Speech as a potential future area of work to supplement the internal audit. CC also suggested that ensuring the policy itself is well embedded into HR policies and practice will be essential.

ACTION: Review compatibility between the External Speaker Policy and Freedom of Speech Code of Practice and consider commissioning an external audit of freedom of speech. [JEF]

13054 The Board **NOTED** that there is a new Condition of Registration with the OfS regarding Freedom of Speech and **APPROVED** the revised Freedom of Speech Code of Practice provided in Paper 5.3a pending a review of its overall alignment with the External Speaker policy.

6) ANY OTHER BUSINESS

13055 6.1) EXECUTIVE SUMMARIES FROM BOARD SUB-COMMITTEES

13056 The Chair reminded Trustees that significant business is undertaken on behalf of the Board by its sub-committees and that it is important for the wider Board to be aware of the business discussed and the decisions taken. Chairs of each Sub-Committee that have sat since the last meeting of the Board in April 2024 were invited to provide an overview of the outcomes of those meetings to the Board (excluding the Nominations & Governance Committee which was discussed at agenda item 2.1 and the Property Working Group which was discussed at agenda item 4.1).

13057 CT provided an update on the outcomes and decisions of the Audit Committee, held 23 May 2024, as presented in the Executive Summary of the meeting at paper 6.1a. The Board **NOTED** that some of the key items discussed were: approval of the Value for Money Statement 2022-23; a deep dive into UCEM's performance on Apprenticeship Qualification Rates and the associated risks of underperformance in this area (regulator could claw back funding); and a review of the audit strategy memorandum which is commended for approval (paper 8.3). The Board also **NOTED** that the full minutes of the meeting will be available for reference on the Trustee Portal.

13058 SJ (the new Chair of the Academic Review Committee) provided an update on the outcomes and decisions of the Academic Review Committee, held 20 June 2024, as presented in the Executive Summary of the meeting at paper 6.1b. A new External Representative, Professor Alison Cotgrave, joined this meeting for the first time. The Board **NOTED** that some of the key items discussed were: progress on UCEM's research ambitions and plans for the next five years to build UCEM's research credibility to allow for an application for Research Degree Awarding Powers following completion of 30 PhDs (validated by a partner institution); discussion on Artificial Intelligence and its potential for adoption within HE; and discussion of UCEM's student outcomes performance and next steps. The Board also **NOTED** that the full minutes of the meeting will be available for reference on the Trustee Portal.

ACTION: Ensure the Board holds a discussion on the potential of AI to the institution later this year and include the option of an external speaker on this subject (GR contact at Microsoft). [JEF]

13059 The Honorary Treasurer provided an update on the outcomes and decisions of the Finance Committee, held 27 June 2024, as presented in the Executive Summary of the meeting at paper 6.1c. The Board **NOTED** that some of the key items discussed (outside of any already considered during this meeting) were: approval of UCEM's Annual Fee Review recommendations; module profitability analysis; investments strategy review (split between that in UCEM's investment fund and that held as cash at bank and the right balance for the future); and the new product sign-off process. The Board also **NOTED** that the full minutes of the meeting will be available for reference on the Trustee Portal.

13060 6.2) THANKS TO DEPARTING BOARD MEMBER

13061 The Chair formally thanked Misa von Tunzelman for her six years as an Independent Trustee at UCEM. A gift was presented at a reception following the meeting. MvT expressed her gratitude for having served on the UCEM Board and her lifelong support for the institution in all its continued endeavours.

13062 6.3) MATTERS FOR NOTING, APPROVAL AND REPORT

13063 The Board was invited to make comments on the additional Board paper of matters for noting and approval (items 7, 8 and 9).

13064 No substantive comments were made so all matters were deemed approved and noted (as below).

13065 6.4) ANY OTHER BUSINESS

13066 The Chair took the opportunity to express the Board's thanks and best wishes to Andy Youell, Executive Director Digital and Regulation, who will leave UCEM on 31 July 2024, and to Lynn Hill, Interim Chief Operating Officer, who will leave UCEM on 9 August 2024.

13067 There being no other items of business raised, the Chair thanked all Trustees for their participation in the meeting.

13068 6.5) MEETING CLOSE

13069 The Chair closed the meeting at 16.12pm and invited all Trustees present to stay on for the afternoon tea reception planned in the Wells Suite (with UCEM staff invited to join) until 17.00pm.

The following matters were circulated in a separate pack for approval / noting or comment via email in advance of the meeting.

7) EXTERNAL AND REGULATORY UPDATE

13070 7.1) OFFICE FOR STUDENTS CONDITIONS OF REGISTRATION COMPLIANCE REGISTER

13071 An update on the UCEM compliance register with OfS Conditions of Registration was provided at paper 7.1 and 7.1a.

13072 The Board **NOTED** the updated position regarding UCEM compliance with OFS conditions of registration and that UCEM remains compliant with all conditions.

8) MATTERS FOR APPROVAL OR REPORT

13073 8.1) GLOBE PROGRAMME UPDATE

13074 The Board **NOTED** the Globe programme progress update (paper 8.1) as of June 2024.

13075 8.2) ACADEMIC REPORTS

13076 The Board **NOTED** that the next Apprenticeship Position Statement would be presented in September after scrutiny through academic Deliberative Committees.

13077 The Board **NOTED** the Executive Summary of the Academic Board meeting held 3 June 2024 (paper 8.2a).

13078 The Board **APPROVED** the Degree Outcomes Statement 2022-23 (paper 8.1b).

ACTION: Finalise and publish the Degree Outcomes Statement 2022-23. [LH]

13079 The Board **NOTED** the award of four Honorary Degrees in 2024 as approved by the Honorary Degrees Panel (paper 8.1c).

13080 8.3) AUDIT STRATEGY MEMORANDUM

13081 The Board **NOTED** that the Audit Committee had scrutinised the Audit Strategy Memorandum from Mazars on behalf of the Board in May 2024 and were content to recommend it. The Board **APPROVED** the Audit Strategy Memorandum from Mazars for the 2024 audit and **NOTED** the new Audit Partner for UCEM, Helen Knowles.

13082 8.4) BOARD CONFLICTS OF INTEREST POLICY

13083 The Board **NOTED** that several changes were proposed in comments received ahead of the Board meeting for the Board Conflicts of Interest policy which will require a revised policy to be re-presented for approval in September 2024.

ACTION: Review the feedback provided on the Board Conflicts of Interest Policy and present a revised policy for approval in September. [JEF/LH]

13084 **8.5) EXTERNAL SPEAKER POLICY**

13085 The Board **APPROVED** the revisions to the External Speaker Policy for republication as the new V8.0, subject to the comments received ahead of the meeting via email being taken into account.

ACTION: **Incorporate the feedback provided on the External Speaker policy ahead of the meeting and republish the updated policy. [JEF]**

13086 **8.6) BOARD OF TRUSTEES TERMS OF REFERENCE**

13087 The Board **APPROVED** the updated Board of Trustees Terms of Reference for republication as the new V21.0.

ACTION: **Finalise and republish the updated Board of Trustees Terms of Reference V21.0.**

13088 **8.7) CX9 FOR 2024-25**

13089 The Board **APPROVED** the final CX9 institutional metrics for the 2024-25 academic year.

9) OTHER MATTERS FOR NOTING ONLY**13090** **9.1) TRUSTEE CALENDAR**

13091 The Board **NOTED** the Board's calendars of dates for the remainder of 2024 and for 2025, noting the minor updates recently made.

13092 **9.2) REPORT ON HEALTH AND SAFETY**

13093 The Board **NOTED** the quarterly report on Health and Safety.

13094 **9.3) UCEM COMPLAINTS, APPEALS AND WHISTLEBLOWING REPORT**

13095 The Board **NOTED** the data on complaints made to UCEM in Quarter 3 2023-24 as detailed in paper 9.3.

13096 The Board **NOTED** the data on appeals cases in Quarter 3 2023-24 as detailed in paper 9.3.

13097 The Board **NOTED** that there had been no whistleblowing cases.

13098 **9.4) DATA PROTECTION REPORT**

13099 The Board **NOTED** the twelve minor data protection breaches in the March-June 2024 period, and that there were two Data Subject Access Requests and no third-party disclosures (paper 9.4). The Board **NOTED** that the overall rate of breaches remains relatively low. The Board also **NOTED** that the future of the Data Protection Officer role has been determined, given the resignation of the current DPO (Andy

Youell) at UCEM. UCEM has signed a 12-month contract with Evalian, a third-party data protection and information security company for an outsourced Data Protection Officer (DPO) service.

13100

9.5) UPDATED STAFF ORGANISATION CHART

13101

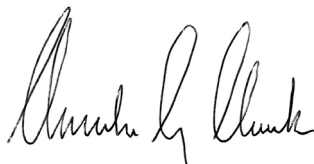
An updated Senior Level UCEM staff organisational chart by department / SLT level was provided at paper 9.5 and **NOTED** by the Board.

Date of next meeting:

Thursday 19 September 2024

Meetings before 19 September 2024:

29 August 2024 – Quarterly Business Review
12 September 2024 – Remuneration Committee



Signed:

Name:

Amanda Clack

Position:

Chair of the Board of Trustees

Date:

19 September 2024