

Approved Minutes

Present

Mr Graham Raikes MBE (Chair)	Independent Governor	GR
Mr John Searson (Deputy Chair)	Independent Governor	JS
Prof Rob Warner	Vice-Chancellor	RW
Dr Greg Borne	Academic Staff Governor (Senate Elected)	GB
Mr Stephen Criddle OBE	Independent Governor	SC
Mr Matt Evans	Independent Governor	ME
Mr Alex Hawtin	Independent Governor	AH
Prof Patricia Hind	Independent Governor	PH
Rev'd Preb Prof Gina Radford	Independent Governor	GiR
Prof Gary Shum	Academic Staff Governor	GS
Ms Esther Tonna-Morgan	Professional Services Staff Governor	ETM
Mrs Jackie Westerman	Independent Governor	JW

In attendance

Rev'd Michelle Parkman	University Chaplain	MP
Mrs Jessamie Thomas	Governance Officer (note taker)	JT

In attendance (SMT members)

Prof Michelle Jones	Deputy Vice-Chancellor	MJ
Mr Simon Arthurs (from item 4)	Chief Operating Officer & Director of Finance	SA
Mr Stephen Plant	University Secretary & Registrar	SP

1. Welcome, Apologies & Declarations of Conflicts of Interests

- 1.1 The Chair, Graham Raikes, welcomed colleagues, particularly newly elected Professional Services Staff Governor, Esther Tonna-Morgan. At GR's invitation, University Chaplain, Rev'd Michelle Parkman, opened the meeting with a prayer.
- 1.2 Apologies were received from Kate Doodson, Lauren Edwards, Emma van der Lugt, Ruth Mounstephen and Victoria Holbrook.
- 1.3 Written declarations of interest were contained in Part B, Item 14, within the Register of Interests. The standing declaration of Matt Evans, whose employer hired office space on campus, was noted. No new declarations were made.
- 1.4 GR asked if colleagues wished to 'unstar' any items in Part B. Item 13, Board Effectiveness Report & Statement and Item 15, Matters Arising, were unstarred. The remaining items in Part B were accepted as given and duly approved. With regard to Item 15, Simon Arthurs, Chief Operating Officer and Finance Director, confirmed that the switch from LIBOR to SONIA would be actioned by 31 December 2021. Item 13 would be discussed later in the meeting.
- 1.5 GR drew attention to the reports in Part C and recorded thanks to the contributors. He expressed appreciation to MP for her Chaplaincy Report and the support offered to the University community.

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2. Report from Vice-Chancellor

- 2.1 The report was received. GR invited the Vice-Chancellor, Prof Rob Warner, to present an overview.
- 2.2 RW shared 'Marjon Milestones, 2022-25', containing targets across key areas. RW highlighted growth projections, noting developments particularly with regard to health and business provisions.
- 2.3 RW commended the steps which had been taken to strengthen Marjon Student Union (MSU) governance arrangements, noting the collaboration of MSU President, Lauren Edwards and University Secretary, Stephen Plant. The MSU Code of Practice was amongst the Part B papers which had been approved. The University's Internal Auditors had conducted a scheduled review of MSU governance. RW noted that a new accountability regarding Freedom of Speech may be introduced.
- 2.4 RW provided an update on marketing and student recruitment. A detailed report was contained within the budget report at Item 4.3.
- 2.5 With regard to sport and art, RW updated BoG on areas of focus and development, including evolving professional partnerships in the city. A member of BoG working in this field commented further, endorsing the University's approach.
- 2.6 RW reminded BoG that the result of the first Research Excellence Framework (REF) submission would be published in May 2022, with research funding information to be brought to BoG in July 2022.
- 2.7 Graduation for classes of both 2020 and 2021 took place in October. RW shared a range of highlights, including commemorative tributes; students' speeches (included in full as appendices to RW's report); the installation of the inaugural Chancellor; the awarding of Honorary Degrees. Feedback from attendees endorsed the unique, uplifting nature of the ceremonies and celebrations.
- 2.8 The strength of Marjon's student feedback metrics was commended, with tremendous outcomes across a range of categories. RW reiterated the impressive nature of these particularly for a University of Marjon's size, through the challenges of COVID-19, and paid tribute to staff and students for their commitment.
- 2.9 RW flagged changes to the Estates team, which Deputy Vice-Chancellor, Prof Michelle Jones would lead on an interim basis. The target date for the opening of new halls of residence had been set back to September 2025. Options for developing campus accommodation were being assessed and services were routinely inspected and maintained. The Ground Source Heat Pumps (GSHPs) project would be instrumental in achieving the 'Marjon Zero' ambition; the project's green credentials had been communicated to students and staff while also acknowledging the inconvenience inevitably arising from the works. A full estates update would be provided later in the meeting.
- 2.10 At the recent climate conference, timed to coincide with the global COP26 conference, a range of speakers, including Marjon's sustainability graduate intern, highlighted Marjon's developing credentials as the 'green lung of North Plymouth'. A range of initiatives on campus were underway, with a further proposal under discussion with Plymouth City Council.

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- 2.11 RW reminded BoG that the Articles of Association were being reviewed, to ensure they were fit for purpose, self-consistent and compliant with employment and equality legislation. Governance & Nominations Committee had approved an initial draft, which the University's legal representatives are reviewing. We have also made an amendment at the request of the Bishop of Exeter to streamline the diocesan nomination process. BoG would be given the opportunity to discuss proposals in full.
- 2.12 RW drew attention to the Institutional KPIs Annual Report (Item 21). BoG commended this overview of the breadth and depth of the University's ambition and success. SP was thanked for his analysis.
- 2.13 RW provided an update on the political landscape, noting that university funding had not yet featured in the Government's Comprehensive Spending Review, therefore uncertainty remained. BoG was reminded that the 'tuition' fee covered all costs associated with providing a university education and in real terms its value had decreased significantly since its introduction in 2012.
- 2.14 While there would be industrial action by academics across many universities in December, RW noted that at Marjon the unions had not voted to go on strike.
- 2.15 RW flagged the relatively low numbers of 18 year olds from the South West going to university, the region having the lowest proportion of women and the second lowest of men enrolling on university courses in the country. This reflected a regional inequality which RW felt Marjon would be well-placed to tackle. A discussion ensued as to how Marjon could address this disparity, noting the range of initiatives already underway to engage with school-age pupils across a range of disciplines and the different approaches which could be taken to trigger engagement. RW confirmed that for the University's Open Day later in the month a record number of attendees was expected.
- 2.16 RW was thanked for his report and for his leadership and contribution to the University's success.

3. Report from Marjon Student Union (MSU) President

- 3.1 The report from Student Governor and Marjon Student Union (MSU) President, Lauren Edwards, was received.
- 3.2 Apologies had been received from LE and Deputy MSU President, Will Mintram and thanks were expressed in their absence for their report, which included commentary on the work of MSU and associated financial analysis.
- 3.3 RW highlighted LE's request that BoG members contact her (via Governance Officer, Jessamie Thomas) should they have advice to combat the 'spiking' of drinks. **ACTION: ALL**

4. Audit & Finance

• Audit Committee Annual Report 2020/21

- 4.1 The report was received. GR invited Deputy Chair of Audit Committee, Stephen Criddle OBE, to present the report, which was a key component of the approval of the financial statements, providing a comprehensive overview of the work of the Committee and internal/external auditors. It contained the Internal Audit Summary Report 2020/21 from Internal Auditors PricewaterhouseCoopers (PwC).

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- 4.2 SC provided an overview of the report's purpose and Committee's remit. SC highlighted PwC's key findings and their satisfaction with the University's controls and follow-up. No fraudulent incidents had been reported and the Internal Auditors were satisfied that actions were being addressed.
- 4.3 SC confirmed that the External Auditors' management report had been unqualified and Audit Committee was satisfied with the audit controls. All queries had been resolved or were being followed through to the Committee's and External Auditors' satisfaction and consequently a clean opinion on the workings of the University had gone forward into the financial accounts.
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- 4.5 The Annual Report of Audit Committee was **APPROVED**. SC was thanked for his summary.

• Audited Financial Statements

- 4.6 The report was received. GR confirmed that the financial statements had been discussed in detail by Audit Committee and Finance & Resources Committee. GR invited Chief Operating Officer & Finance Director, Simon Arthurs, to provide an overview. SA provided a detailed explanation and analysis of the position via a set of slides. Appendix A: Transition from Management Accounts to Financial Statements, served to clarify the movement from one to the other, identifying cash and 'paper' entries (particularly focusing on the volatility across years of the pension entries), with the impact on cash reserves.
- 4.7 SA recapped the information which had been presented to the Board at regular intervals. A breakeven budget had been set for 2020/21; through spending controls and strong financial management, the management accounting position was £0.488m at the financial year-end.
- 4.8 With regard to expenditure, SA noted that staff costs had increased, through academic support for increased student numbers and the non-cash FRS102 pension cost increase. Increased research income would mitigate this to an extent.
- 4.9 BoG noted that 'Other income' contained the £1.8m Salix R1 grant.
- 4.10 SA highlighted the restructuring of the investment portfolio, its growth and increased cash value on the Balance Sheet. He reminded BoG of the University's divestment in fossil fuels.
- 4.11 Following the full repayment of the Peninsula Allied Health Centre loan, other loan repayments of approximately £8m remained, which SA detailed for BoG's information.
- 4.12 SA provided an overview of the pension liability, the improved position compared with the previous year reflecting a recovering market economy. SA reminded BoG that this was a notional figure of a future value of the pension fund as at today's rate, a non-cash adjustment.
- 4.13 SA concluded by presenting an overview of the University's operational performance, showing the impact of the FRS102 adjustments in order to transition from the management accounting surplus of £0.448m to financial accounting surplus of £2.868m.
- 4.14 SA provided an explanation around depreciation, a non-cash item. If cash adjustments were backed out (staff leave accrual, LGPS Pension Cost and depreciation) a cash surplus of £4.042m had been generated.

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- 4.15 SA reminded BoG that the previous year, a new key performance indicator (KPI) had been introduced to benchmark operational performance: as well as surplus or deficit for the year, EBITDA (Earnings Before Interest, Tax, Depreciation, Amortisation) was recorded. The EBITDA surplus for 2020/21 was £3.404m (in 2019/20 this had been just over £1m).
- 4.16 SA noted the External Audit Opinion, as detailed at Appendix B, External Auditors' Report with Management Response, that no material errors had been identified from the audit work, therefore there was no reason to re-state or qualify the accounts.
- 4.17 SA reminded colleagues that the External Auditors had a legal responsibility in filing accounts to confirm that the University was a going concern. The test had been conducted and the External Auditors had confirmed to the Audit Committee that the University's approach had been co-operative and thorough and confirmed the position as a going concern.
- 4.18 SA confirmed that External Audit findings would be posted into the Audit Log of outstanding issues (together with findings from Internal Audit Reports). They would be routinely monitored by the Audit Committee.
- 4.19 GR thanked SA for the briefing. GR invited colleagues to consider whether the adjustments that the External Auditors indicated (Appendix B) could be considered immaterial. BoG **AGREED**.
- 4.20 GR invited colleagues to consider whether they approved the Financial Statements (Appendix C) for submission to Companies House by SP, to be signed by RW and GR. BoG **AGREED**.
- 4.21 GR invited colleagues to consider whether they agreed that he should sign the Letter of Representation (Appendix D), which GR read out, on their behalf. BoG **AGREED**.
- 4.22 GR invited colleagues to consider whether they were satisfied with the External Auditors' report and management responses thereto. BoG **AGREED**.
- 4.23 SA thanked Audit Committee and F&R Committee for their diligent work leading to this point of approval. SA and his team were commended for their liaison and transparency regarding the year-end accounting. SA was thanked for his presentation.

A 20 minute break was taken at this point.

• **2021/22 Budget and Medium Term Financial Planning (including Student Recruitment Trends Update)**

- 4.24 The report was received. GR invited SA to provide an overview. SA reminded BoG that an interim budget had been set in July 2021. Upon confirmation of student population data, this had been refined and scrutinised by F&R Committee and was now brought to BoG for approval.
- 4.25 SA presented in detail the rationale behind the proposed 'investment budget'. While the proposals would draw on reserves, they had been carefully mapped out in order to support future growth, transition to new ways of working and effectively operate the underlying business. SA reminded BoG that the cash position had improved through the year. He guided BoG through the approach and key assumptions, reminding BoG that the MSU Grant and debt finance had been agreed in July along with the 2022/23 fee levels all of which remain unchanged.

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- 4.26 At a time of planned change and anticipated growth, SA confirmed that the University's principles continued to be invest to grow, invest to transform and identify and address areas where costs exceeded income.
- 4.27 SA noted a number of examples within the 2021/22 budget where the University carried costs ahead of the anticipated benefit. SA presented projections regarding the return on investment (ROI) on an increased marketing budget. The approach was discussed in detail, reflecting on student recruitment data (Appendix B). BoG discussed the advantages of developing programmes with USPs not otherwise available locally and flexible approaches to delivery. BoG reaffirmed the need to encourage ambition and increase opportunities for levelling up, to address the attainment gaps flagged in the Vice-Chancellor's report, and the marketing budget was endorsed.
- 4.28 SA confirmed the robust modelling behind student withdrawal assumptions, with figures presented gross of an anticipated withdrawal rate. This would be routinely monitored by Senior Management Team (SMT) and by F&R Committee.
- 4.29 SA discussed with BoG 'Invest to save' initiatives included in the current cost base, confirming that controlled spend and close monthly monitoring were embedded.
- 4.30 SA presented a slide showing key risks and mitigation and BoG was given the opportunity to discuss each in detail.
- 4.31 SA reminded BoG that spend had been carefully managed to protect cash, particularly through the challenges of COVID19. Reinstatement of some deferred expenditure was now planned.
- 4.32 SA confirmed that the business planning process had begun, to produce a 3-year medium term set of forecasts for the period 2022/23 – 2024/25.
- 4.33 BoG confirmed the appropriacy of the proposed touchpoints through the year, when updates and analysis would be provided, including quarterly covenant calculations.
- 4.34 There being no further questions, GR invited colleagues to approve the 2021/22 budget, £1.176m deficit on revenue of £31.718m. This was **APPROVED**.
- 4.35 Chair of F&R Committee, Alex Hawtin, emphasised the importance of monitoring strategic investment and avoiding overspend within existing budget categories.
- 4.36 With regard to the Capital Budget, it was noted that the Quad Terrace budget allocation would be set aside for Ground Source Heat Pump contingency, with the Quad Terrace project set back to 2022.
- 4.37 It was noted that Salix Project funding was not included in the analysis, so as to avoid distortion between years. Analysis would be captured once the project was completed in April 2022.
- 4.38 SA flagged changes to OfS Teaching Capital as part of the high-level capital analysis within his report.
- 4.39 SA discussed with BoG scenario-planning regarding cash movements, risk and budget control.
- 4.40 It was noted that the Studio School acquisition and fit-out would require capital expenditure; discussions were ongoing with the Department for Education regarding an acceptable acquisition value. It was suggested that taking out a loan at this stage may be a viable

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option. BoG acknowledged the position as set out in the capital budget. RW and GR would keep BoG fully informed as to any developments.

4.41 GR invited colleagues to approve the capital budget (£2.099m). This was **APPROVED**.

4.42 GR commended SA for his analysis and the finance team for their work.

5. Update from Committees

• Report from Committee Chairs

5.1 GR invited Committee Chairs/Deputies to provide an oral update on business conducted at recent meetings. It was noted that the minutes of Audit Committee, Finance & Resources Committee, Estates Project Group and People & Organisational Development (P&OD) Sub-Committee were included in Part C of the papers.

5.2 The business of Remuneration Committee was detailed in the Annual Remuneration Report, which had been approved earlier in the meeting, under Part B decisions. Committee Chair, Prof Patricia Hind, reminded BoG that the University had adopted the CUC HE Senior Remuneration Code and the Committee's approach fully aligned with the Code's recommendations. The Vice-Chancellor was not a member of this Committee nor was he present for discussion of his own pay or performance. PH confirmed that RemCom's discussions and decisions took account of external benchmarking and careful consideration of the Vice-Chancellor's performance against an agreed matrix of KPIs.

5.3 It was confirmed that the Audit Tendering Process was under way for internal and external auditors.

5.4 Discussions at P&OD Sub-Committee had focused on the University's People Strategy and its Hybrid Working Strategy. The Director of P&OD was commended for the level of engagement the University generated with stakeholders.

5.5 The Healthcare Strategic Advisory Group had received an update on partnership developments and analysis of workforce priorities. GR reminded BoG that at its Strategy Day in September, a session had been held on Marjon's developing healthcare provision.

5.6 GR reminded BoG that the Strategy Day had also included sessions on: Student Experience; Healthy, Happy and Hybrid Workforce; Academic Developments (progress towards Research Degree Awarding Powers and the academic journey at Marjon from the perspective of chief external examiner). The Academic Developments session served to address a priority set out in the Board Effectiveness Report: continuing to develop the Board's understanding of academic developments. GR invited colleagues to share suggestions regarding areas of focus for future strategy sessions. **ACTION: ALL**

• Report from Governance & Nominations Committee: Board Membership & Succession Planning

5.7 BoG noted the election of Esther Tonna-Morgan to the role of Professional Services Staff Governor and welcomed her to the Board. At GR's invitation, ETM introduced herself; BoG was interested to hear about her background and experience, noting that she was a Marjon graduate.

5.8 The end of tenure of Lindsey Hall and Prof Chris King (co-optees) was noted. A letter of thanks had been sent and an invitation to join a stakeholders' group in due course.

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- 5.9 GR invited BoG to consider the appointment of Katherine George as a co-opted member of the Board, to attend Board meetings in a non-voting capacity. The proposal had been considered in detail and recommended by Governance & Nominations Committee; supporting documentation was provided to BoG. Subject to due process, the recommendation was **APPROVED**.
- 5.10 GR invited BoG to consider the appointment of Rt Rev'd Tim Dakin as a co-opted member of the Board, to attend Board meetings in a non-voting capacity. The proposal had been considered in detail and recommended by Governance & Nominations Committee; supporting documentation was provided to BoG. Subject to due process, the recommendation was **APPROVED**.
- 5.11 The first three- year term of office of six governors would end in 2022/23. As part of the Board Effectiveness Cycle, GR would initiate discussions with each regarding their willingness to continue in post for a second term. **ACTION: GR**
- 5.12 It was noted that the tenure of six experienced Governors, holding key roles across the Board, was due to come to an end in 2023/24. BoG confirmed the recommendations of Governance & Nominations Committee regarding priorities for BoG recruitment, with reference to the Skills Audit and Equality & Diversity grids which were included in the papers.
- 5.13 GR asked all BoG members to help identify candidates who met these criteria, particularly those with expertise in finance, audit and estates, to bring a fresh perspective to BoG, to address the identified skills gaps and reflect the ambition of BoG to develop a more diverse membership. Governors were asked to contact GR (via JT) with suggested candidates.
ACTION: ALL
GR withdrew from the meeting
- 5.14 With regard to the 'unstarred' Item 13, John Searson, Joint Deputy Chair, took the Chair. JS reminded BoG that the Joint Deputy Chairs had conducted an appraisal in person of the Chair of the Board as a standing element of the Board Effectiveness Cycle and had reported their findings to Governance & Nominations Committee. The Committee had confirmed the suitability of the Chair to continue in post for 2021-22 and brought this recommendation to BoG. BoG **APPROVED** this proposal. All further recommendations in the report were approved by way of note.
GR rejoined the meeting.
The University's Chancellor, Rt Rev'd Nick McKinnel, joined the meeting.

6 • Estates Update

- 6.1 The report was received. GR invited Deputy Vice-Chancellor and Head of Estate (interim), Prof Michelle Jones, and SA to present an overview.
- 6.2 MJ provided a summary update on estates matters. BoG was reminded that its Estates Project Group (EPG) met regularly and reported to F&R Committee. EPG Chair, JS, had attended the November F&R Committee meeting to provide an update.
- 6.3 MJ noted the current recruitment in estates and project management so as to build up a strong team to deliver core areas of business and progress the University's strategic priorities.

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- 6.4 MJ provided an update on the Project Board. In response to a question, MJ confirmed that addressing the findings of the scheduled Internal Audit review had been prioritised and a task and finish group with representation from across the University had been established. This group had agreed proposed adjustments to the project planning and approval process so as to strengthen governance and respond to the specific queries raised via the audit process. BoG was satisfied with the position.
- 6.5 BoG noted that there were a number of strategic projects underway, the most significant of these being the Ground Source Heat Pumps (GSHP) project which had commenced in late August 2021, with completion due by 31 March 2022. MJ provided a comprehensive summary update of this Salix-funded project, outlining key benefits alongside risks and mitigation. MJ confirmed that the University was on track to deliver against timescales. MJ and SA provided an update on costs. It was acknowledged that the works had inevitably caused disruption, but the decarbonisation targets were being communicated and forums set up to discuss any concerns.
- 6.6 MJ provided details of additional projects which were being discussed with students, to enhance the campus in the short term while the bigger strategic projects continued to be progressed.
- 6.7 MJ provided an update on the Peninsula Allied Health Centre (PAHC) lease. BoG noted the position.
- 6.8 MJ provided an update on the solar, LED and Building Management System, funded by Salix Round 1.
- 6.9 It was noted that the University had diverged in one respect from the Campus Development Plan: rather than creating a wetland habitat there would be two sports pitches. BoG was satisfied with this proposal.
- 6.10 With regard to accommodation, RIBA Stages 1&2 of the New Halls of Residence project were being progressed, as agreed previously, however with the date set back 12 months to September 2025. MJ confirmed that the newly appointed Project Manager (Estates and Sustainability) was supporting the project. RW updated BoG on design and scoping work, drawing attention to the costings and next steps detailed in the report.
- 6.11 BoG acknowledged the range of projects currently underway and asked MJ and SA to convey their thanks to the Estates team.
- 6.12 BoG was satisfied with the position and MJ and SA were thanked for their report and update.

7. Reserved Business – See RB minutes.

Close

GR invited colleagues to consider whether any of the meeting's discussions impacted on the current risk register; none were identified.

In closing the meeting, GR thanked BoG for their support and challenge.

Part B

The following reports were received and approved:

8. Minutes of Previous BoG Meeting (16 July 2021 M4) were received as an accurate record and **APPROVED** with no amendments.

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9. Marjon Student Union Code of Practice was **APPROVED**
10. Annual Report on Research and Knowledge Exchange; Research Integrity Statement was **APPROVED**
11. Health & Safety Statement of Intent was **APPROVED**
12. Senior Remuneration Annual Report/Statement; CUC HE Senior Staff Remuneration Code November 2021 was **APPROVED**
13. Board Effectiveness Report & Statement was **APPROVED**
14. Register of Interests was **APPROVED**
The following report was received for information:
15. Matters Arising from Previous Meeting – at GR’s invitation, SA confirmed during the meeting that the switch from LIBOR to SONIA was in progress and would be completed by 31 December 2021.
The following reports were received for information with no queries:
16. Strategic Risk Register
17. Annual Whistleblowing Report
18. Student Surveys 2021
19. Monitoring and Evaluating Academic Provision; Curriculum Plan Update
20. Annual Assurance Report (Quality)
21. Institutional KPIs Annual Report – during the meeting, BoG commended SP on the clarity and usefulness of the dashboard; it was suggested that this be included in Part A in the next cycle. **ACTION: JT**
22. Access and Participation Plan Update
23. Prevent Duty Monitoring Report
24. Meeting Dates 2021-22 (revised)
25. *See RB minutes*
26. *See RB minutes*
27. *See RB minutes*

Part C

The following reports were received for information with no queries:

28. Senior Remuneration Report – Appendices: A – Postholders; B – Expenses; C – Senior Pay Policy 2020; D – Terms of Reference 2020-21; E – Cycle of Business.
29. Board Effectiveness: Addressing Objectives Set for 2020-21
Board Effectiveness: Online Survey Responses 2020-21
30. Annual Chaplaincy Report 2020-21 (circulated by email September 2021)
31. Marjon Futures Class of 2020 (circulated by email September 2021)
32. Marjon Futures Review 2020-21 (circulated by email September 2021)
33. Governors’ Handbook and Appendices
34. Minutes of Committees/Sub-Committees:
(a) Audit Committee - 15.10.2021; (b) Estates Project Group – 29.09.2021 (unapproved);
(c) Governance & Nominations Committee 30.06.2021; 03.09.2021 (unapproved);
(d) P&OD Sub-Committee 19.10.2021 (unapproved); (e) Senate 30.06.2021