BOARD OF GOVERNORS 2025/26 M2
27 March 2026, 10:00
Plymouth Marjon University Campus – E207
Approved Minutes

Present		
Prof Mark Llewellyn	Governor, Chair of the Board	ML
Prof Claire Taylor	Governor, Vice-Chancellor	CT
Michael Baron	Governor	MB
Rt Rev'd Dr Tim Dakin	Governor	TD
Rt Rev'd James Grier	Governor	JG
Victoria Hatton	Governor	VH
Charlie Jones	Governor	CJ
Dr Leah Phillips	Academic Staff Governor	LP
Dr Laura Wallis	Academic Staff Governor (Senate)	LW
Pete Waterfield	Professional Services Staff Governor	PW
Rev'd Tatiana Wilson	Governor	TW
In attendance (Executive Leadership Team [ELT] members)		
Prof Michelle Jones	Deputy Vice-Chancellor & Provost	MJ
Ann Holman	Chief Operating Officer	AH
Karl Smith	Executive Director of Finance	KS
In attendance		
Esther Martin	Deputy President Marjon Student Union	EM
Rev'd Michelle Parkman	University Chaplain	MP
Jessamie Thomas	Governance Services Manager	JT
Camryn Negus	Executive Officer	CN

1. Welcome, Apologies & Declarations of Conflicts of Interests

1.1 The Chair, Prof Mark Llewellyn, welcomed colleagues. A particular welcome was extended to Deputy Vice-Chancellor & Provost, Prof Michelle Jones, to her final Board of Governors' (BoG) meeting. Executive Officer, Camryn Negus, was welcomed as an attendee.

1.2 At ML's invitation, Rev'd Michelle Parkman opened the meeting with a prayer.

1.3 Apologies were received from Governors Steven Adjei, Guy Bolt, Kate Doodson, Bella-Skye Taylor, Prof John Scott and Jackie Westerman.

1.4 Written declarations of interest were contained in Part C, in the Governors' Handbook. ML invited colleagues to share any updates; no new declarations were made.

1.5 ML reminded all BoG members of their duty to respect the confidentiality of those items of business which BoG decided from time to time would remain confidential, as per the affirmation signed by all Governors.

1.6 ML asked if colleagues wished to 'unstar' any items in Part B or Part C. None were identified. Items 10-13 were **APPROVED**. Items 14-19 were noted, as were the supporting papers in Part C.

2. To Receive a Report from the Vice-Chancellor

2.1 The report was received. ML invited the Vice-Chancellor, Prof Claire Taylor, to lead on this item.

2.2 CT's report covered an overview of key external and internal developments. BoG discussed updates on: the University's annual strategic priorities; preparation for the Research Excellence Framework (REF 2029). CT's higher education (HE) sector overview covered the conflict in the Middle East and implications for Marjon's partners in this area; the UK Government's International Education Strategy; new Office for Students (OfS) regulatory condition, E10 (see agenda items 3 and 18); sector Covid claims; Lincoln Bishop University's alliance with a for-profit global education group, which led to discussions in the context of this being a fellow 'Cathedrals Group' University.

2.3 With regard to local/regional external engagement, CT's report updated BoG on collaborative initiatives. The Marjon news summary highlighted news and communications including student experience, student success and key research.

2.4 BoG noted the Student Population Update.

2.5 BoG was saddened by the impact of the meningitis outbreak in Kent and noted the advice being shared with Marjon students, particularly those travelling to Kent in the holidays.

2.6 CT updated BoG on the Ofsted inspection of Initial Teaching Training, against the new framework, which had just concluded; the outcome was embargoed until publication of the report, which BoG would be signposted to in due course.

2.7 There was disappointment that Plymouth's bid to be UK City of Culture 2029 had not been successful; BoG noted Marjon's ongoing connections and collaboration across the city.

2.8 All those involved in the success of Varsity (sporting events versus University of Plymouth) were commended; BoG members were invited to show their support in the coming week.

2.9 CT flagged that HEIs had received a letter from the Department for Education (DfE) and Student Loan Company (SLC), signalling withdrawal of maintenance loan support for students wholly studying at weekends. While Marjon was not exposed to this, it would impact on a significant number of students across the sector.

2.10 CT paid tribute to Deputy Vice-Chancellor and Provost, Prof Michelle Jones, for her fantastic contribution to the University, highlighting many successes during her tenure and praising her many personal qualities underpinning these.

2.11 CT was thanked for the report.

3. To Receive a Report on E10 Condition on Subcontracting

3.1 The report was received. ML invited MJ to lead on this item.

3.2 MJ noted two reports in the Board pack on the new OfS ongoing condition of registration E10: the University's Strategic Rationale for Engaging in Collaborative Partnerships and (item 18) the University's Collaborative Provision Regulations and Procedures (CPRP). Together these formed the University's initial Subcontracting Information Source (SIS). MJ explained in detail the rigorous oversight required by E10, to maintain the SIS and to operate in line with that SIS. MJ confirmed that this had been approved, by Senate and subsequently updated to reflect this being E10 rather than E8. The Chair noted BoG's increased responsibility for oversight of sub-contractual provision. The Strategic Rationale aligned with Marjon 2030; BoG, with University leaders, would judge whether partnerships were working effectively in line with the strategic intent. ML noted that Board Committees' terms of reference, under review, would include E10 monitoring, to support BoG assurance. **ACTION: ML/JT**

3.3 MJ updated BoG on two pieces of work which underpinned the implementation of E10, legal advice on partner contractual matters and additional dedicated resource.

3.4 In response to a question around the principles applied to the selection of partners, mindful of sustainable business models, MJ provided information on criteria and controls. BoG requested sight of the definitions sitting behind the operational document, to allow for BoG's further assurance. **ACTION: MP**

3.5 BoG discussed how the value proposition would be assessed, in line with the values-based narrative of Marjon 2030. MJ noted robust evidence of the sub-contracted provision providing widening access to HE. Academic Staff Governor, Dr Laura Wallis, provided her perspective on the transparency and effectiveness of reporting links set up between Marjon and partner institutions. MJ commented on the assurance provided by the Academic Strategy, Planning and Partnerships Committee.

3.6 Chair of Audit Committee, Victoria Hatton, reminded BoG that the Internal Audit Plan included a review of academic partnerships, with the auditors' report due in June, which would provide external validation around the implementation of E10.

3.7 In response to a question around how a termination action plan, referred to in the CPRP, would be conducted if the situation were to arise, it was explained how this would be approached, in full alignment with E10 requirements.

3.8 In response to a question, MJ confirmed that E10 would trigger enhanced regulatory scrutiny from OfS over partnership provision; the clarity which E10 brought to partnership provision was welcomed by ELT. Furthermore, ML noted that careful consideration of this regulatory condition was useful in providing BoG oversight of the University's quality assurance mechanisms and the academic assurance arising from the work of Senate and sub-committees.

3.9 BoG was content with the approach being taken to comply with condition E10 and **APPROVED** the University's Strategic Rationale for Engaging in Collaborative Partnerships.

3.10 MJ and team were thanked for their work in this area, the report and update.

4. To Receive a Report from the Marjon Student Union (MSU) President

4.1 The report was received. ML invited Esther Martin, Deputy President of MSU to lead on this item.

4.2 The Board received an update on MSU activity for the first half of the academic year, noting good progress against priorities. EM updated BoG on Student Solutions, which aimed to create a more accessible, student-led and solution focused platform for feedback and dialogue.

4.3 MSU had noted an increase in student enquiries and was strengthening advocacy, transparency and cross departmental communication. EM noted that student representation had improved through successful elections and active engagement across communication channels. Equality, Diversity and Inclusion and collaboration with Student Wellbeing and Support remained key areas of focus.

4.4 Preparations for May Ball 2026 were progressing, with high early ticket demand and a redesigned event shaped by student input.

4.5 MSU Midyear Finance Report was received for information, with no queries raised.

4.6 In response to a question as to how views of students, beyond those studying on the PMU campus were heard, EM confirmed that she would meet with Dean of the Academic Partnership Network, Caroline Westwood, to discuss this.

4.7 CT confirmed the high level concept of the business case outlined later in the meeting (item 6) had been shared with the MSU Board, and ELT's intent to work together further on this.

4.8 EM was thanked for the report and update.

5. To Discuss and Approve Governance Review Proposals

5.1 The report was received. Chair of the Board, Prof Mark Llewellyn, led on this item.

5.2 ML reminded BoG that the Governance Review had been undertaken in response to sector wide governance and regulatory expectations and the future strategic needs of the University. It proposed a modernised and more agile governance model aligned to Marjon 2030 and future initiatives. Key recommendations included: renaming BoG to Board of Directors; reducing Board size; revising the committee structure by establishing five core committees with clearer remits; removing the current Governance and Nominations Committee and the Committee Chairs' Discussion Group; increasing the use of coopted independent expertise across committees. The proposals also included redesigned terms of reference, clarified reporting lines, updated meeting cycles, increased use of digital governance approaches, and alignment of governance activity to the Marjon 2030 Strategy. BoG noted that legal advice would be required on changes to the Articles and that revised committee terms of reference (ToR) and governance documentation would be developed ahead of the July meeting.

5.3 ML thanked BoG members for their feedback and engagement, on an individual and full BoG basis, noting robust exploration of the optimum approach to the Governance Review at the Board's Strategy Day in November and careful consideration subsequently by the Vice-Chancellor, ELT and Governance and Nominations Committee. ML thanked BoG members for having completed the Board Effectiveness Survey which had incorporated questions on the Governance Review, which the Chair had discussed in Board member 1-1 meetings through March. The Chair shared data analytics of survey responses. Feedback covered: positivity around the visibility of risk management; usefulness of Strategy Day risk appetite session; commendation of the improved Student Population Data reporting; consideration of how to capture staff voice; consideration of how to socialise work of BoG with wider institution; inclusion in governance review of the role of the Chaplain. The Chair would take these into consideration as the proposals were further refined. On this basis, BoG **APPROVED** taking forward the proposals, as set out in the Governance Review.

- Update from Committee Chairs

5.4 ML drew colleagues' attention to the sets of minutes, included in Part C. As F&R Committee Deputy Chair, ML noted the rigorous interrogation of Marjon Connect proposals, management accounts, financial planning, the AGM of Marjon SW Ltd during which its Directors approved the micro-entity accounts.

5.5 Audit Committee Chair, Victoria Hatton, noted that internal auditors, RSM, had commenced their engagement and had presented an extensive report on student accommodation, against a new Code. Overall, the Committee felt assured of improvement in the reporting and management of risk; Committee minutes were in Part C and Reserved Business.

A 10 minute break was taken.

6. To Consider and Approve a Strategic Business Case

6.1 The report was received. ML invited CT to lead on this item.

6.2-6.17 *Text redacted on the grounds of commercial sensitivity.*

6.18 CT and ELT colleagues were thanked for the report and their extensive work in preparing the proposal for BoG consideration.

7. To Receive the Management Accounts Report (Mid-Year Review)

7.1 The report was received. ML invited Executive Director of Finance, Karl Smith, to lead on this item.

7.2 KS noted that the report had been carefully scrutinised by Finance & Resources Committee earlier in the month. It set out the year to date financial position at P6 2025/26 and the year-end forecast position. Work continued steadily to advance the financial processes and reporting of the University. KS noted that the finance system had been upgraded. The full year budget position and operating surplus for 2025/26 (as set out in the report) were positive, with key variances explained in the report. Balance sheet and cashflow forecast extracts were shared in the report. Applicable banking covenant tests were detailed, with no breaches. Student Population Data from Nov 2025 through Jan 2026 was included.

7.3 In response to a request, KS confirmed that future reports would separate out taught and registered student tuition fee income, to allow for enhanced understanding of the correlation between registered student fees and partnership expenditure. **ACTION: KS**

7.4 BoG was content with the position. KS was thanked for the report.

8. To Receive an Update on Budget-Setting

8.1 ML invited KS to lead on this item.

8.2 KS provided a verbal summary of the approach being taken, confirming that the budget process for 2026/27 was underway. KS noted the collaborative nature of the process, to promote engagement with management and budget holders.

8.3 BoG was content with the position. KS was thanked for the report.

9. **To Review Key Risks**

9.1 ML invited colleagues to consider whether any of the meeting's discussions impacted on the current Risk Register. Colleagues highlighted points raised in the discussion leading to the approval of Marjon Connect.

9.2 BoG was alert to the fact that a small senior team was leading significant change.

Reserved Business – *See RB minutes.*

Close

ML paid tribute, on behalf of BoG, to Prof Michelle Jones, expressing gratitude and appreciation for MJ's significant contribution during her tenure.

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

Part B

The following reports were received and approved:

10. Minutes of Previous BoG Meeting (M1 27.11.2025)
11. Chancellor Succession Planning
12. Declaration of Interests Policy
13. Chair's Actions since Last Meeting: Reportable Events; F&R Committee schedule

The following reports were received for information:

14. Matters Arising
15. Risk Management Update
16. MSU Accounts 2024-25 (Examined)
17. Data Protection and FOI Annual Report
18. E10 Condition on Subcontracting – University Collaborative Provision Regulations and Procedures
19. University Seal

Part C

The following reports were received as supplementary information:

C5 Board Meeting Dates 2026-27 (revised)
C Annual Financial Return (AFR) 2024-25 Workbook
C Transparent Approach to Costing (TRAC) Return 2024-25 Workbook
C Minutes of Committees/Sub-Committees: (a) Audit Committee M1 19.11.2025; M2 18.03.2026 (unapproved); (b) Finance & Resources Committee M1 11.11.2025; M2 13.03.2026 (unapproved); (c) Digital & Physical Infrastructure and Transformation Committee M2 11.02.2026 (unapproved); (d) Governance & Nominations Committee M2 04.03.2026 (unapproved); (e) Senate 10.12.2025
C Register of Interests
C Glossary of Terms