BOARD OF GOVERNORS 2024/25 M3
11 July, 2025, 10:00
Plymouth Marjon University Campus – E207
Approved Minutes

Present		
Graham Raikes MBE (Chair)	Governor, Chair of the Board	GR
Kate Doodson	Governor, Joint Deputy Chair of Board	KD
Prof John Scott CBE	Governor, Joint Deputy Chair of Board	JS
Prof Claire Taylor	Vice-Chancellor	CT
Steven Adjei	Governor	SA
Guy Bolt	Governor	GB
Rt Rev'd James Grier	Governor	JG
Victoria Hatton	Governor	VH
Prof Mark Llewellyn	Governor	ML
Bella-Skye Taylor	Student Governor	BST
Pete Waterfield	Professional Services Staff Governor	PW
Jackie Westerman	Governor	JW
Rev'd Tatiana Wilson	Governor	TW
In attendance		
Rt Rev'd Dr Tim Dakin	Co-opted Board Member	TD
Rt Rev'd Nick McKinnel	Chancellor	NM
Rev'd Michelle Parkman	University Chaplain	MP
Emma van der Lugt	Former Governor (to 30.06.2025)	EvdL
Jessamie Thomas	Governance Officer (note taker)	JT
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

1. Welcome, Apologies & Declarations of Conflicts of Interests

1.1 The Chair, Graham Raikes MBE, welcomed colleagues. A particular welcome was extended to Student Governor and President of Marjon Student Union (MSU) Bella-Skye Taylor, to this her first meeting of the Board of Governors (BoG).

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

1.3 Apologies were received from Staff Governors Fiona Nicholls and Dr Laura Wallis.

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

1.5 GR 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.

1.6 GR asked if colleagues wished to 'unstar' any items in Part B. Items 17 and 18 were identified; please see the commentary further ahead in the minutes at item 17 and 18 on page 9. Items 12 to 18 were **APPROVED**. Items 19 to 25 were noted, as were the supporting papers in Part C.

2. **Report from Vice-Chancellor**

2.1 The report was received. GR invited CT to lead on this item.

2.2 CT's report covered an overview of key external and internal developments for BoG discussion and awareness, encompassing: Marjon strategic overview; higher education (HE) sector overview; local/regional external engagement; news and communications. CT shared key points regarding each of these areas and invited questions.

2.3 ***Text redacted on the grounds of confidentiality***

2.4 CT highlighted National Student Survey (NSS) outcomes, with Marjon above sector average for student satisfaction. Notably, six out of seven thematic areas outperformed both the national average and Marjon's own benchmark. Furthermore, results saw over 90% overall positivity across a range of programmes related to sport, business, journalism, education and health. These results included Marjon's academic partner institutions. BoG commended ELT and staff on the position, noting that exceeding the sector average and the institutional benchmark, set by OfS, were institutional KPIs.

2.5 CT highlighted 'The Gillies Report' on the investigation into financial oversight and decision making at the University of Dundee. This had been discussed in recent weeks by Finance & Resources (F&R) Committee, Audit Committee and Governance and Nominations Committee, with careful consideration of recommendations and implications relevant to all HEIs. Gillies-Report.pdf BoG noted the impact of the Marjon 2030 enabler 'Financial Strength' which had generated increased confidence in financial acumen, reporting and triangulation of finance data and student population.

2.6 BoG also noted scrutiny from the DfE and OfS around academic partnership provision (franchise or sub-contractual partnerships). CT highlighted the OfS' regulatory case report for Leeds Trinity University. BoG requested a summary report at the next meeting to provide assurance that key findings of both the Gillies and regulatory case reports were being addressed. **ACTION: ELT**

2.7 CT noted that a recent report by Universities UK's (UUK) transformation and efficiency taskforce aligned with Marjon 2030 enabling themes across partnerships, people, digital, and financial strength.

2.8 BoG noted the OfS freedom of speech guidance, which had been discussed in detail by Senate.

2.9 BoG received an update on the preparation of the annual Equality Report. BoG **AGREED** to delegate approval via Chair's Action. **ACTION: CT/ JT**

2.10 CT concluded by expressing thanks to GR and EvdL for their many years of service to the University and for their support and challenge.

2.11 CT was thanked for the report and update.

3. **To Receive an Update on Marjon 2030 Annual Strategic Priorities**

3.1 The report was received. GR invited Deputy Vice-Chancellor and Provost, Prof Michelle Jones, and Chief Operating Officer, Ann Holman, to lead on this item.

3.2 The report summarised high-level progress against Marjon 2030 annual strategic delivery priorities since the mid-year review in March 2025. Wider external and policy contexts which influenced on delivery were outlined. Marjon 2030 success measures were included with an indicator of projections for 2024-25. BoG noted the delivery priorities for 2025-26.

3.3 MJ provided headlines of key areas. MJ noted priority skills sectors and mapped areas of alignment with Marjon's curriculum. BoG noted that an integrated quality assessment may replace the Teaching Excellence Framework (TEF) and the work being done by Marjon to develop the curriculum framework would provide a strong grounding. MJ briefed BoG on the capital funding bid, aligned with 'digital and technologies' sector, which was being prepared.

3.4 AH updated BoG on work underway to grow commercial income and how this would be taken forward, as set out in a new University Commercial Policy.

3.5 AH updated BoG on Operation:Excellence, the University's transformation programme. In particular, AH commended Director of Operations, Claire Stevens, for her work on the operational governance framework. AH noted recruitment to the project management office and key tasks being undertaken. BoG noted the work being done to support staff through this process of transformation, and suggested there be an ongoing focus on clear communication with clarity of outcomes. ELT confirmed this was one of the drivers for Team Marjon, one of four delivery priorities for the year ahead, to be led by Director of People. BoG suggested it would be helpful to meet new Directors, to discuss their approach and priorities.

3.6 BoG discussed performance against success measures and the work underway to prioritise single source of truth live data dashboards, which were currently limited to applications, student enrolment and programme monitoring. This was a risk identified in the strategic risk register.

3.7 BoG was content with the position. MJ and AH were thanked for the report.

4. Report from Marjon Student Union (MSU) President

4.1 The report from Student Governor and MSU President, Bella-Skye Taylor, was received. GR invited BST to present an overview.

4.2 BST noted that the paper provided an update on sabbatical handover, strategic priorities for the new sabbatical team and upcoming challenges.

4.3 BST discussed with BoG the challenge which poor technology posed for some students; guidance over the use of AI; and the approach of the 'Student Forum' (previously Student Experience Council).

4.4 BoG was content with the position. BST was thanked for the report.

5. Report on Student Population Data

5.1 The report was received. GR invited MJ to lead on this item.

5.2 BoG noted that the brief dashboard report contained analysis and commentary regarding the fully registered student population at the end of March, April and May. Each report covered variations since the last report and comparison to student numbers included within the integrated finance model (IFM). MJ provided details of the tracked position across taught, registered and transnational education (TNE). MJ summarised the overall student population and accounted for variations during this period. MJ summarised student numbers compared to the same point in the previous year. MJ highlighted the positive impact of a new targeted marketing approach.

5.3 MJ noted that the analysis had been scrutinised and discussed by Finance & Resources (F&R) Committee. MJ noted the scorecard and live data dashboard, which served to triangulate data and provide assurance. In response to a question, MJ expressed confidence in the University's ability to continue to respond with agility if the anticipated recruitment levels were not achieved.

5.4 In response to a question, MJ confirmed that the budget allowed for attrition and that overheads would be adjusted in line with levels of recruitment. MJ noted that any levy on international student fees would be incorporated into the modelling once it was confirmed.

5.5 MJ was thanked for the report.

A 10 minute break was taken at this time. When BoG reconvened, GR shared his reflections on Marjon's journey, the value of a University education and his thanks to BoG and staff .

6. To Receive the Management Accounts and to Receive a Year-End Update

6.1 The report was received. The report comprised: management accounts; balance sheet period 9 (P9), 13-week cashflow 07.04.2025; costs and benefits analysis of non-operating expenses. GR invited Executive Director of Finance, Karl Smith, to lead on this item.

6.2 KS presented the position to year-end, covering a contextual introduction, the forecast overall financial position for 2024/25 and the financial position P9 compared with the previous year. It was noted that the Bank received this same report as per quarterly reporting requirements.

6.3 Chair of F&R Committee, Prof Mark Llewellyn, confirmed that the Committee had discussed the position in detail, notably with regard to ongoing stringent cost control, savings generated from Operation:Excellence, bank covenants and cashflow.

6.4 In response to a question, KS confirmed that legacy issues around debt management, which had been flagged by the external auditor regarding 2023-24 accounts, had been addressed.

6.5 KS provided rationale for the surplus which would show in the management accounts, primarily due to one-off sources of income with associated spend. BoG noted the importance of preparing a clear narrative to account for these.

6.6 BoG was content with the position and the approach being taken.

6.7 KS was thanked for the report.

7. To Receive and Approve:
- **i. Proposed Budget (Income and Expenditure) 2025-26**
- **ii. Investment Spend (and reporting mechanisms)**
- **iii. MSU Annual Financial Support**
- **iv. Student Fees 2026-27**

7.1 The report was received. GR invited KS to lead on this item, which he did via a slide presentation on Budget 2025-26 and Medium Term Financial Plan (MTFP). KS confirmed that the MTFP had been built upon ambitious yet achievable growth in student numbers, with ongoing stringent cost controls. KS reminded BoG of the careful modelling which was taking place predicated on an evidence-based approach.

7.2 CT noted that the shift to a small surplus would allow the University to identify priority areas for modest investment, informed by the Marjon 2030 Strategy, the annual strategic priorities and also by the Strategic Risk Register. The position would eliminate the need for overdraft drawdowns, ensure covenants were met and secure an improved cash position to support future investment.

7.3 Chair of F&R Committee, Prof Mark Llewellyn, confirmed that the Committee had interrogated the proposals, particularly around growth plans and associated risks. The Committee had been assured by ELT's response and was content that projections were data driven, achievable and carefully managed. There had been external 'stress testing' via the financial consultants. BoG interrogated further the growth assumptions, to understand the evidence. MJ summarised conversations with partner organisations. ELT would report any changes to the position.

7.4 KS presented the cash balance data in graph format. BoG discussed the prudence of setting out a reserves policy, to focus on cash and on laying down reserves to support future investment. **ACTION: KS**

7.5 In response to a question, KS confirmed that a balance sheet review would take place as part of the year-end work.

7.6 ELT's work to develop commercial strategies and opportunities for additional income were discussed.

7.7 The proposed Budget (Income and Expenditure) 2025-26 was **APPROVED** with a target surplus of £0.538m.

7.8 With regard to investment spend and reporting mechanisms, careful plans would be worked through by ELT to prioritise additional resourcing and brought to F&R Committee following the priorities of managing registered provision, growing taught provision and developing commercial opportunities.

7.9 Following discussion, BoG **APPROVED** MSU annual financial support for 2025-26, £130,000.

7.10 With regard to Student Fees 2026-27, the Committee was aware that the government set the maximum fees which universities could charge, under the Higher Education and Research Act 2017. It was noted that these had not yet been set for 2026-27.

7.11 KS was thanked for the report and update.

8. To Receive a Risk Management Update, inclusive of draft Strategic Risk Register

8.1 The report was received. GR invited KS to lead on this item.

8.2 KS summarised the work being done to update the policy and procedure, with a dynamic platform being generated. AH noted the operational governance framework which was being embedded, including via a risk compliance steering group.

8.3 In response to a question regarding assurance over risks associated with partner provision, it was confirmed that enhancements to partner processes were taking place and would continue to be integral to the Risk Register. MJ provided details of the faculty restructure with designated oversight which would mitigate academic risk. From the Audit Committee's perspective, the Committee Chair designate confirmed the discussions which the Committee had held regarding strategic versus operational risk, and the mechanism by which a high operational risk would be flagged, for transparency and assurance.

8.4 As set out in the Marjon 2030 update report at item 3, MJ highlighted the way in which Academic Partnerships risk was mitigated. She flagged Internal Audit review reports pertaining to partnerships which had provided substantial assurance. Enhanced oversight measures for 2025–26 would include: revised management structures and specialist support teams; a dedicated risk register for academic partnerships; a new subcommittee to manage partnership risks effectively. BoG commended ELT on their approach.

8.5 The Risk Management Policy was discussed. This set out the University's approach, aligned with recognised good practice and which established roles and responsibilities. The policy included risk appetite, which would be discussed by Audit Committee and BoG.

8.6 BoG was content with the approach. KS was thanked for the report.

9. To Receive and Approve a Lease Proposal

9.1 The confidential report was received. GR invited AH to lead on this item.

9.2-9.4 ***Text redacted on the grounds of commercial sensitivity***

9.5 The proposal was **APPROVED**.

9.6 AH was thanked for the report.

10. To Receive and Approve the Health & Safety Statement of Intent

10.1 The report was received. GR invited AH to present an overview.

10.2 Following discussion, BoG was satisfied with the position and **APPROVED** the Health & Safety Statement of Intent, to be published on the University's website.

10.3 AH was thanked for the report and update.

11. Report from Committee Chairs

11.1 GR invited Committee Chairs to provide a verbal update on priority areas covered by Committees since the last BoG meeting. Of particular note were:
Audit Committee: former Chair, Emma van der Lugt, highlighted the Committee's focus on probing the limited assurance assessment of the Internal Auditors' internal review of business continuity and how this had been acted upon and risks mitigated. The Committee

was content with the improvements which had been made to policy management. The Committee had been assured by the team's response from an operational perspective. Three IA reports had recorded substantial assurance, including academic partnerships, student support and cyber-security. One report on UKVI was in train, to follow. EvdL confirmed that the external auditors had expressed confidence in the approach being taken for the annual financial statements. KS provided an update on finance team staffing.

11.2 DPIT Committee: Kate Doodson reminded BoG of the remit of this new Committee and its pivotal role in monitoring delivery against key plans as set out in its terms of reference, in particular to support the University's agile approach to digital transformation and cyber-security.

11.3 F&R Committee: Prof Mark Llewellyn commented on the robust scrutiny of financial plans and student recruitment data which had taken place. The Committee had challenged ELT on assumptions and was content with the evidence-based approach being taken, as demonstrated via live dashboards and the highly detailed analysis in the modelling.

11.4 Remuneration Committee: former Chair, Emma van der Lugt summarised discussions held by the Committee at its meeting in April, as per the cycle of business. These would be reported upon in the annual report, presented to BoG in November.

11.5 P&OD Sub-Committee: Chair, Jackie Westerman, noted the detailed discussion held by the Sub-Committee on the work of the Athena Swan team; the organisational change policy and principles; staff data and how feedback was being acted upon.

11.6 Further information on Committee activities was contained in the minutes, in Part C.

- **Report from Governance & Nominations Committee**

11.7 The report was received. GR summarised the report and proposals.
Chair Succession Planning - BoG noted the update regarding Chair Succession Planning. Prof Mark Llewellyn would succeed Graham Raikes, MBE, from 12 July 2025. ML would succeed GR as Director of Marjon SW Ltd.

11.8 **Board Membership position and proposals** - Board membership proposals were received. BoG noted that Governance and Nominations Committee (Gov & Noms) had carefully reviewed members' skills and experience when drawing up these recommendations.

11.9 BoG **APPROVED** the appointment of Michael Baron as a Directly Appointed Governor and member of Finance & Resources (F&R) Committee, from 1 October 2025

11.10 BoG **APPROVED** the appointment of Charlie Jones as a Directly Appointed Governor and member of Audit Committee, from 1 October 2025

11.11 BoG **AGREED** that the start date of the tenure of the Rt Rev'd Dr Tim Dakin, as Bishop Nominated Governor (previously agreed by BoG) be 1 October 2025

11.12 The Committee **AGREED** that the end date of the first term of the tenure of Guy Bolt, Directly Appointed Governor, be 31.03.2028.

11.13 Committee proposals were discussed and **APPROVED**:
- Vicky Hatton to be Interim Chair of Audit Committee
- Guy Bolt to be member of Audit Committee
- Kate Doodson to be Interim Chair of F&R Committee

- Prof Mark Llewellyn to be Deputy Chair of F&R Committee
- Prof Mark Llewellyn to be Chair of Gov & Noms Committee
- Kate Doodson to be Deputy Chair of Gov & Noms Committee
- Guy Bolt, member of DPIT, to be Deputy Chair of DPIT Committee

11.14 **Board Effectiveness Report and Annual Statement** - The report was received. GR provided a summary of key points. BoG noted that the report collated the findings of the Board Effectiveness Review Process 2024-25 in order to provide assurance that governance structures and processes were robust, effective and agile. The '360' process covered the effectiveness of Governors, Board, Committees and Chair. BoG discussed in detail the Chair's Annual Report. The Chair designate and Joint Deputy Chairs had held a meeting with GR to reflect on key points to take forward.

11.15 BoG **APPROVED** the Board Effectiveness Statement 2025-26

11.16 BoG **APPROVED** the Board Effectiveness Review Process 2025-26

11.17 **Remuneration Committee - Assignment of Duties of University Secretary** – BoG discussed the proposal and received assurance from CT regarding the management of the accompanying workload. BoG **APPROVED** the approach set out in the report.

Reserved Business – S*ee RB minutes.*

Close

GR invited colleagues to consider whether any of the meeting's discussions impacted on the current Risk Register; no new risks were identified.
In closing the meeting, GR thanked BoG for their support and challenge.
BoG expressed thanks to Graham Raikes, MBE whose tenure as Chair would conclude on 11 July 2025. BoG also wished to put on record its thanks to Emma van der Lugt, former Governor, whose tenure concluded on 1 July 2025 and Liam Williams, former Student Governor, whose tenure concluded on 30 June 2025. All had made an exceptional contribution to the Board and University.

Part B

The following reports were received and approved:

12. Minutes of Previous BoG Meeting (BoG M2 28.03.2025) were received as an accurate record and **APPROVED** with no amendments.

13. Financial Regulations

14. Governors' Handbook (cover paper)

15. Counter-Fraud and Anti-Corruption Policy

16. Cyber-Security and Threat Management Policy

17. Business Continuity Policy

17.1 GR invited AH to provide an update. BoG noted the scope of the policy and how this would strengthen resilience, in alignment with recommendations made by Internal Auditors.

18. Confidential - Internal Audit Tender Proposal

18.1 GR invited AH to provide an update. BoG noted the position, process, timeline and the keen focus on delivering value to the institution. BoG was content with the approach.

The following reports were received for information:

19. Matters Arising from Previous Meeting
20. Academic Matters
21. Access and Participation Plan Update
22. MSU Reports: i. Election Report; ii. Minutes of Annual General Meeting
23. HESA Staff Return
24. Gender Pay Gap Report
25. University Seal

Part C

The following reports were received as supplementary information:

C11 Board Effectiveness: Online Survey Responses
C11 Board Effectiveness Review Process
C11 Committee Terms of Reference
C11 Minutes of Committees/Sub-Committees:
C Minutes of Committees/Sub-Committees: a) Audit Committee M2 17.03.2025 (b) F&R Committee M3 07.03.2025; M4 27.06.2025 (unapproved) (c) Digital & Physical Infrastructure and Transformation Committee (DPIT) 20.06.2025 (unapproved); (d) People & Organisational Development (P&OD) Sub-Committee 17.06.2025 (unapproved); (e) Senate 05.03.2025; 07.05.2025
C Schedule of Meeting Dates 2025-26
C Register of Interests