

## University of Central Lancashire

### Minutes of the Board Meeting Held on 25<sup>th</sup> April 2023 commencing at 2:45pm in the Windermere Suite, the Belsfield Hotel, Bowness-on-Windermere, Cumbria, LA23 3EL

#### Present:

David Taylor (Chair)

Fiona Armstrong  
Graham Baldwin  
Jon Baldwin  
Lis Smith  
Sue Ion  
Raham Odjegba

Lesley Lloyd  
Anne McCarthy  
Lorraine Norris  
Ridwanah Gurjee  
Mike Tynan

#### Also in attendance:

George Charles (Chief Finance Officer)  
Ruth Connor (Deputy Chief Executive)  
Ken Lee (Chief People Officer)  
Ian Fisher (University Secretary and General Counsel and Clerk to the Board)  
Fiona Winters (Deputy Clerk to the Board)  
Carolyn Johnson (Executive Officer to the Vice-Chancellor)

#### **UB1116. Welcome and Apologies**

The Chair welcomed all present and reported that apologies for absence had been received from Mr Hext and Mrs Lowry.

#### **UB1117. Declaration of Interests**

There were no new declarations of interests.

#### **UB1118. Chair's Announcements**

There were no Chair's announcements.

#### **UB1119. Reserved and Unreserved Minutes of the University Board Meeting held on 30 March 2023**

The Reserved and Unreserved Minutes were agreed as a true record and signed by the Chair.

## **UB1120. Matters Arising**

It was agreed that there were no matters arising not covered elsewhere on the agenda of the meeting.

## **UB1121. Vice-Chancellor's Report**

The Vice-Chancellor presented his report, a copy of which is set out in the Minute Book.

Professor Baldwin explained that the report was largely self-explanatory and taken as read. However, the Vice-Chancellor highlighted the following points.

With regard to the presentation from Tribal prior to the meeting, Professor Baldwin reiterated that there were no surprises in the data and that the Vice-Chancellor's Group was aware of the need to consider the issues and questions raised with a view to improving our efficiency and effectiveness. The Vice-Chancellor also reported that Mr Charles would also provide more context on many of these issues in his presentation the following day. He further explained that the final session the following day would be an update from Professor Ireland on Student Experience issues.

Turning to the earlier update on Sustainability issues, Professor Baldwin confirmed that there was a lot going on in this area and that the University was serious about making progress as quickly as possible.

Professor Baldwin then updated the Board on the potentially significant financial impact resulting from the separate decisions relating to pensions. The first being a proposed increase in the University's employers' contribution to the Local Government Pension Fund and the second being a proposed 5% to 10% increase in the University's contribution to the Teachers Pension Scheme. Professor Baldwin explained that the University was in discussion with the Lancashire Local Government Scheme with a view to minimising the proposed increase. With regard to the proposed Teachers Pension Scheme increase, the Vice-Chancellor explained that, although an increase closer to 5% was more likely, even that level would raise the contribution rate to c28% which would not be affordable to the majority of Universities. Accordingly, the Employers' Association was actively seeking political support and lobbying the Government to seek to find a sustainable solution.

The Vice-Chancellor then briefly updated the Board on developments relating to UCLan Cyprus. Professor Baldwin explained that there had been positive discussions with a potential investor and that a further detailed report would be presented as soon as possible.

With regard to the discussions relating to a potential new Northern University Group, Professor Baldwin reported that the potential partners had agreed to work on a combined impact assessment. The area of sustainability had also been identified as an ideal area in which the Group could work together without any concerns relating to competition.

Finally, Professor Baldwin briefly updated the Board on the current and planned industrial action, in particular, the planned marking and assessment boycott and the University's response.

**Resolved:** That the Vice-Chancellor be thanked for his report.

#### **UB1122. Contract Award over £5m - Provision of Media Buying**

The Chief Finance Officer presented a report seeking the approval of the Board to the proposal that the University enter into a contract with Havas People for the provision of media buying. A copy of the report is set out in the Minute book.

In briefly summarising the report, Mr Charles explained that the contract required Board approval because of the total value. However, the proposal had already been considered by the Resources Committee and the Committee had recommended the proposal be agreed.

**Resolved:** That :-

- (i) the proposal to enter into a contract with Havas People as set out in the report be agreed, and
- (ii) the Deputy Chief Executive, Chief Finance Officer and University Secretary and General Counsel be authorised to agree and execute the details of the contract on behalf of the University.

#### **UB1123. Committee Chairs' Updates**

##### **(i) Audit Committee**

In the absence of Mrs Lowry, Mrs Norris briefly updated the Board on items considered by the Committee at their meeting on 17 April 2023.

Mrs Norris reported that the Committee began by thanking Mrs Lloyd for all her service to the Committee over the past seven years and welcomed Dr Smith as a new member of the Committee.

With regard to the most recent internal audits, Mrs Norris reported that substantial assurance has been given by RSM in respect of the University's arrangements to deal with allegations of Harassment and Sexual Misconduct and in respect of the arrangements for Emergency Planning. Reasonable assurance was provided following the audit of the University's Business Continuity arrangements.

The Committee had also endorsed the proposal to exempt the small subsidiary companies from the requirement to have their individual accounts audited, which was subsequently agreed by the Resources Committee.

The Committee also noted that the external auditors' performance was satisfactory against the University's agreed KPIs. The Committee also received a KPMG / WonkHE sector update.

Finally, the Committee agreed to review its own performance as part of the proposed Governance Effectiveness Review.

**(ii) Resources Committee**

Dr Ion explained that the Committee had not been able to have the expected discussion about the Cyprus campus because of the recent approach by a potential investor. Those discussions were proceeding quickly with the aim of a full report on all options being presented to the meeting on 12<sup>th</sup> June.

Dr Ion also confirmed that the Committee had endorsed the proposed Media Buying contract and the proposal to exempt the two small subsidiaries from undertaking individual audits, both of which had been referred to earlier in the meeting.

**(iii) Governance, Risk & Nominations Committee**

Mr Fisher presented a series of recommendations from the Committee.

**Resolved:** That:-

- (i) the appointment of Mr Mike Tynan to the Resources Committee with immediate effect and to succeed Dr Sue Ion as Chair of the Committee on 1<sup>st</sup> September be agreed;
- (ii) a further Board/Committee member recruitment process be commenced and conducted in the coming months be agreed;
- (iii) the appointments of Mr Mike Tynan and Dr Lis Smith with immediate effect as the University Board's champions for Degree Apprenticeships be agreed;
- (iv) the appointments of Mrs Ruth Lowry and Mr Jon Baldwin to replace Dr Sue Ion and Mrs Lesley Lloyd as the University Board's representative on the Academic Board be agreed; and
- (v) the next Governance Effectiveness Review be deferred until later in the year following completion of the Board and Committee recruitment process referred to above be agreed.

**UB1124. Any Other Business**

There were no items of other business discussed.

**UB1125. Date and Time of Next Meeting**

The next meeting is to be held on 29 June 2023 commencing at 5.00pm in the Student Centre, Preston.

**Ian Fisher**  
**Clerk to the Board**