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| **CONFIRMED OPEN MINUTES OF THE MEETING HELD ON TUESDAY 6 FEBRUARY 2024**  |
| PRESENT: |
| Meg Munn, Chair  | Dr Jia Liu |
| Joanna Allen (on Teams) | Prof Liz Mossop |
| Gabrielle Berring | Matt Parkin |
| John Cowling  | Prof Julietta Patnick |
| Jeremiah Abiola Fasipe | Prof Keith Ridgway |
| Ian Hall | Tim Smith |
| Dr Claire Ketnor  | Emmanuel Owusu Takyi |
| IN ATTENDANCE: | AGENDA ITEM |
| Michaela Boryslawskyj, University Secretary | All |
| Greg Burke, Director of Place and Civic Engagement | Item 7.2 |
| Richard Calvert, Deputy Vice-Chancellor Strategy and Operations (DVCSO) | All |
| Carol Castle, Co-Director Student Recruitment and Admissions. | Item 6 |
| Prof Rory Duncan, PVC Research and Innovation | All |
| Prof Sally Jackson, Chief People Officer, Pro Vice-Chancellor (Diversity & Inclusion)  | All |
| Ryan Keyworth, Chief Finance Officer | All |
| Clair Marlow, Head of Legal Services and Deputy University Secretary | All |
| Nicola Rawlins, Group Director Recruitment, Communications and Marketing | Item 6 |
| Tom Russell, Head of Strategic Insight and Data | Item 6 |
| Prof Helen Scott, PVC Learning, Teaching and Student Success (LTSS) | All |
| Prof David Shepherd, Deputy Vice-Chancellor (Academic) | All |
| Cathy Sinclair, Co-Director Student Recruitment and Admissions. | Item 6 |
| Lorraine Stallard Executive Assistant to the University Secretary and Chair of the Board of Governors (Observer)  | All |
| Prof Chris Wiggington, Pro Vice-Chancellor Global and Academic Partnerships | All |
| Tracey Goodwill, Board Secretary  | All |
| APOLOGIES: Angela Foulkes, Sameer Kothari, Dr Matt Lilley, Giles Searby and Penny Thompson. |

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| Minute Ref | Item of Business | Paper Ref  |
| BG\_2024\_02\_06\_01 | CHAIR’S OPENING REMARKS |  |
| 1.1 | The Chair congratulated Angela Foulkes (Chief Executive and Principal of The Sheffield College) who was appointed a Commander of the Order of the British Empire in recognition of her services to Further Education. |
| BG\_2024\_02\_06\_02  | DECLARATIONS OF INTEREST |  |
| 2.1 | There were no declarations of interest. |
| BG\_2024\_02\_06\_03 | **MINUTES OF THE PREVIOUS MEETING** | BG\_2024\_02\_06\_P02.1 to P02.4 Confidential |
| 3.1 | The minutes and confidential minutes of the meetings held on 28 November 2023 and 18 January 2024 were **approved** as correct records.  |
| BG\_2024\_02\_06\_04 | MATTERS ARISING/ACTION TRACKER |  |
| 4.1 | The Board **noted** the action tracker.  |
| BG\_2024\_02\_06\_05 | OTHER URGENT BUSINESS |  |
| 5.1 | There was no other urgent business. |
| BG\_2024\_02\_06\_06 | VICE-CHANCELLOR’S REPORT | BG\_2024\_02\_06\_P05 Confidential |
| 6.1 | The Board **noted** the report. The Vice-Chancellor highlighted the following. 1. The Vice-Chancellor’s first few weeks at the University and the discussion earlier at the Board’s Strategic Update Day, had evidenced that there was an appetite for change in the University.
2. Governors’ comments on media reports that Canada would cap the number of international students and other recent media reports about international students’ admissions at British universities and negative narratives about students’ use of VISAs. It was reported that Universities UK had announced a series of reviews including the Agent Quality Framework and international foundation programmes which would compare entry requirements. The Pro Vice-Chancellor Global and Academic Partnerships outlined the University’s approach.
3. Work on a draft plan to address the Ethnicity Degree Awarding Gap would feed into the University’s Access and Participation Plan (APP) and be reported through the Academic Assurance Committee.
4. Governors were invited to the ‘Taking Stock and Moving Forward: Student Inclusion, Equity, Equality, Participation and Success at Hallam’ event on 27 February 2024. The APP would be finalised and communicated soon thereafter.
5. The University would be submitting its new APP to the OfS in July 2024 with governance oversight to be provided through the Academic Governance structure, including Academic Assurance Committee.
6. The content and focus of future Vice-Chancellor’s reports should set the scene for each Board meeting. Some Governors commented that they welcomed the University news and other updates in the comprehensive report but noted that one option was to include such content in the Governors’ Weekly Digest. Other Governors commented that the focus of future reports should be the difficult choices facing the University in the delivery of the Transforming Lives Strategy. Governors were invited to submit any further comments on the content and format of future reports.
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| 6.2 | In response to comments about the recruitment campaign for Transforming Lives Fellowships launched at the end of May 2023:* the approach to create a pipeline of potential research leaders was outlined. Proposals for appointments to research posts were subject to scrutiny by the University Recruitment Panel and considered in the context of the programme of change and the University’s staffing needs.
* Proposals for financial improvements in the research area would be brought forward for consideration. The Board would be kept informed of developments, in future strategic programme updates and through the People Plan report to Finance and Employment Committee.
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| BG\_2024\_02\_06\_07 | **STUDENT RECRUITMENT** | BG\_2024\_02\_06\_P06 Confidential |
| 7.1 | The Board **noted** the report on the University’s student recruitment performance which included key points to support understanding of and learning from the 2023/24 cycle including comparison with performance at sector level.The Co-Directors (Student Recruitment and Admissions) and Group Director (Recruitment, Communications and Marketing) presented slides which gave the headlines from the initial analysis of the UCAS equal consideration deadline data for the Home Undergraduate market (received on 5 February). The presentation also provided the current international student recruitment position for the January 2024 intake. The latest start date was 15 February therefore the final position was still to be confirmed.The University continued to operate in a complex climate under significant external pressures. The Board discussed the student recruitment position including the UCAS headlines of the University’s performance in the 2023/24 cycle, relative to previous performance, the sector and key competitors. Further analysis of the University’s performance would inform future recruitment strategy and tactical developments.  |
| 7.2 and 7.3 | Confidential minutes were recorded. |
| 7.4 | The Board would continue to receive reports on student recruitment as part of its annual cycle of business.As part of the action plan for Board Priorities, discussed previously, arrangements for a student engagement programme were being developed by the GLSR Team for the Board to provide opportunities, outside of formal meetings, to develop a greater understanding of the range of student experiences.  |
| 7.5 | The Chair invited feedback on governors’ information needs following the focus on student numbers at the Board’s Strategic Update Day earlier. This would inform the action plan for the Board Priorities. **Action:** Chair of the Board |
| BG\_2024\_02\_06\_08 | **STRATEGIC OVERVIEW AND DELIVERY** |  |
|  | **Strategic Programmes**  |
| 8.1 | The Board was briefed on the progress of the following work supporting the delivery of the University’s long-term strategic objectives. 1) The complex work to review and **revalidate the Portfolio** to be delivered from 2024/25. The University was confident that moving to consistent academic delivery models would improve the student experience. This would include developments to enable faster timetabling, a more stable timetable and improvement in the ways of communicating the total student learning experience.**2) Digital Transformation** would integrate digital learning opportunities and face-to-face learning. It was suggested that Digital Transformation and Learning should be the topic of a briefing for the Board.3) Since the January 2024 special Board meeting, work was progressing to finalise the amendments to the Agreement for Lease for the London Campus. 4) In January 2024 the timeline for the moving into the new **Howard Street buildings** was reset owing to disruption to the project caused by the weather. Staff and student communications had provided an update that the move was planned for the first half of 2024/25. During the formal registration of the new buildings with Sheffield City Council the buildings’ names were changed to Langsett, Redmires and Strines.5) In partnership with the online education provider, work was progressing towards a planned launch of the first programmes in September 2024. The Board **noted** the progress report. |
|  | **Sheffield City Goals** | BG\_2024\_02\_06\_P07.2  |
| 8.2 | The Board **noted** the report on the Sheffield City Goals which are a vision for the future and will shape decisions around resource, development, investment and building a prosperous and thriving City. The Goals had been finalised and endorsed by the Sheffield City Partnership in January 2024.The DVCSO and Director of Place and Civic Engagement (PACE) outlined why supporting the City Goals would enhance and extend the University’s profile locally. The University’s approach to embed civic leadership in its core business continued and the ongoing refresh of the University’s Civic University Agreement (CUA) provided an opportunity to make explicit an overall support for the Goals as well as signalling specific areas where the University may play a leading delivery role. This would be through existing or planned civic priorities and projects which were consistent with the Goals and therefore did not require any specific finance/resource requirements. The areas which aligned with the University’s values and priorities were highlighted.  |
| 8.3 | The Board discussed the implications of the Goals and considered the recommendation to support them. The following points were raised: 1. Signalling Hallam’s support for the Goals would reiterate the University’s civic ambition, leadership role and commitment to partnership working. One governor commented that as the Goals did not appear to be measurable, they were not yet true Goals.
2. The public consultation had involved students at the University and the University of Sheffield. In response to a comment, it was reported that the Goals had resonated well with students. One governor commented that Goal 1 (We build a fair, inclusive and creative local economy that attracts and retains talent, supports local businesses, and invests in opportunities for all) was an overarching one which embraced the many international student communities in the City. It was reported that the University’s work in connection with Race Equality with Sheffield City Council and other anchor institutions would support this Goal.
3. Sheffield was a creative and entrepreneurial City and needed strengthening/energising. In the consultation process the University had highlighted the need for the Goals to promote and deliver prosperity and economic improvement. Governors encouraged the University to continue to maintain this focus.
4. Governors asked what the CUA had delivered thus far to connect the University with the work on the Goals. The regional context in which the CUA was prepared three years ago, the University’s work to track CUA delivery and its good performance were outlined. The University’s work with children under five years old, led by the University’s social mobility partnership South Yorkshire Futures, was highlighted.

 The Board would continue to be briefed on the progress of CUA work.  **Action:** DVCSO  |
| 8.4 | The Board **approved** the recommendation to support the Goals noting that there was further work to progress.The next steps: * The PACE Team would continue to maintain the University’s engagement through the City Goals Working Group and City Partnership Board including in the development of the governance model.
* Specific commitments to the Goals would be reviewed as the University reviewed its CUA in 2024.
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| BG\_2024\_02\_06\_09 | **REPORT FROM THE STUDENTS’ UNION** | BG\_2024\_02\_06\_P08 |
| 9.1 | The Board **noted** the report on progress made by the Students’ Union (SU) towards its 2025 Strategy and the collective achievements of the Officers, including work carried out so far in 2023/24.The key points highlighted by the President included: * The SU’s National Student Survey Improvement Plan had been approved by the Trustee Board with the objective of achieving at least the sector average by the end of current Strategic Plan.
* A notable development in international student support was the inclusion of other African countries (Ghana) on the Vice-Chancellor’s scholarship and increase in the scholarship amount for Nigerian and Ghanaian students. In response to a question about the effectiveness of scholarships it was confirmed that the University’s approach is reviewed annually to respond to market conditions and assessment of impact.
* College Officers’ productive conversations with College Timetabling Teams to address the issues being raised by students.
* The work to reduce the incidence of academic misconduct. The SU was collaborating with the University to promote understanding of students and staff about the University’s policy on the use of Artificial Intelligence as well as academic integrity prior to deadlines for assessments submissions.
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| 9.2 | Governors commented on:* the good progress being made towards the 2025 Strategy in the key performance indicators.
* the great work focussing on achievements and events which mean a lot to students.
* Varsity 2024 and wished the SU every success in the competition.
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| BG\_2024\_02\_06\_10 | **UNIVERSITY SECRETARY’S REPORT (USR)** | BG\_2024\_02\_06\_P09 Confidential |
| 10.1 | The Board **noted** the USR which included the following. |
| 10.2 | **Board membership and size.** The transition to a new Chair of the Board was in progress.* Meg Munn’s term of office as both Chair and an Independent Member of the Board would end on 3 April 2024.
* As previously agreed by the Board, the maximum size of the Board would decrease from 21 to 20 thereafter.
* Tim Smith (Independent Member and Chair Designate) joined the Board in January 2024 and becomes Chair of the Board from 4 April 2024. The induction programme for the Chair Designate was in progress and includes briefings from key staff and the governance team, meetings with members of the Board and observations of Board Committee meetings and in-person visits to academic areas.

The Board’s size and the vacancies created by the resignation of Independent Members would be considered by the Governance and Nominations Committee at its meeting in March 2024.On behalf of the Board the Chair thanked Jeff Bale (Independent Member) for the significant contribution that he had made to the Board since 1 August 2017 including in particular as a member and Chair of the Academic Assurance Committee. |
| 10.3 | The **Chair’s Action** taken in:* December 2023 to appoint Julietta Patnick (Independent Member) as interim Chair of the Academic Assurance Committee from 12 December 2023. The end of this interim term would be confirmed by the GNC following the programme of recruitment.
* January 2024 to approve the award of Bluesnap payment services contract (Online Project).
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| 10.4 | **Going Concern and Annual Report and Financial Statements** (minute BG\_2023\_11\_28\_09.5 refers)In December 2023, following agreement of the Going Concern Statement with the Auditors the Board considered and approved the following in accordance with the Regulations on written resolutions.  1. that it was appropriate for the consolidated financial statements for the year ended 31 July 2023 to be prepared on the going concern basis;
2. the consolidated financial statements for the year ended 31 July 2023;
3. that the Chair of the Board should sign the letter of representation to the external auditors in relation to the audit of the University’s financial statements; and
4. that the Chair of the Board should sign the letters of support for SHUEL and SHINE.

The documents were executed for submission to the OfS by the deadline. |
| 10.5 | The remainder of the information in the USR. * The Students’ Union’s elections held in December 2023 were conducted fairly and properly in accordance with the Education Act 1994.
* Options for a proposed Board-to-Board meeting with Sheffield Teaching Hospitals and the University of Sheffield were being explored and the Board would be notified of arrangements in due course.
* University Executive Board approved an action plan to take forward the findings and recommendations of the external review which considered the University’s overall approach to managing allegations of antisemitism within the legal and regulatory framework within which the University operates. The existing incident management group would transition to a standing Freedom of Speech Oversight Group to provide governance of these matters.
* Update on OfS requirements.
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| BG\_2024\_02\_06\_11 | **CHAIRS’ REPORTS** | BG\_2024\_02\_06\_P10.1 + 10.2 |
| 11.1 | The Board **noted** the Chairs’ reports on the following meetings. 1) Board Officers Group 16 January 2024.2) Remuneration Committee 31 January 2024. |
| BG\_2024\_02\_06\_12 | COMMITTEE MINUTES | BG\_2024\_02\_06\_P11.1 to 11.3 |
| 12.1 | The Board **noted** the following unconfirmed minutes:1) Audit and Risk Committee 16 November 2023.2) Remuneration Committee 31 January 2024.3) Health, Safety and Wellbeing Committee 19 October 2023. |
| BG\_2024\_02\_06\_13 | CORPORATION SEAL | BG\_2024\_02\_06\_P12 |
| 13.1 | The Board **noted** the report. |
| BG\_2024\_02\_06\_14 | ANNUAL BUSINESS CYCLE 2023/24 |  BG\_2024\_02\_06\_P13 |
| 14.1 | The Board **noted** the outline annual cycle of business and that the next meeting of the Board would be held on Tuesday 26 March 2024 at City Campus.  |