



BOARD OF GOVERNORS

Minutes of the meeting held at 1.30pm on Wednesday 26 November 2025

Present:	James Boyes, Professor Sam Broadhead, Professor Patsy Cullen (Chair), Richard Dawson, Lisa Green, John Gribbon, James Lord, Neil Parkinson, Professor John Pymm (Senior Independent Governor), David Strachan and Professor Simone Wonnacott (Vice-Chancellor).
In attendance:	Sharon Bailey (Pro-Vice-Chancellor Registry and CFO), Jenni Hearnshaw (Secretary to the Vice-Chancellor), Joan Matthews (Clerk to the Board of Governors), Professor Dave Russell (Pro-Vice-Chancellor Education).

		Action
B25/23	Apologies for absence Apologies were received from Noelle Rumball and Kerry-Anne Richardson.	
B25/24	Declarations of interest The standing declarations of interest as circulated were noted. The Vice-Chancellor declared an interest in the item on the Senior Management Team Structure.	
	Minutes	
B25/25	Minutes of the meeting held on 15 October 2025 The Board of Governors approved the minutes of the meeting held on 15 October 2025.	
B25/26	Action plan update and matters arising Board members received the action plan, noting that there was only one action due, which had been completed.	
	CEO's report and strategic planning	
B25/27	Chief Executive's report The Vice-Chancellor presented the CEO's update for November 2025, highlighting the key points. In response to a question from a Governor, further information was provided on the research team. Governors discussed staff and student successes in promoting the University and it was noted that the Governor development day would include a session on marketing. The Board received and noted the CEO's report.	
B25/28	Academic Board Report: June and September 2025 The Vice-Chancellor presented the minutes from the Academic Board meetings held on 25 June 2025 and 3 September 2025 and highlighted the key points.	

	<p>In response to questions, further detail was provided about the peer review of teaching process.</p> <p>The Board of Governors received and noted the Academic Board report for June and September 2025.</p>	
	Financial matters	
B25/29	<p>Management accounts for the period to 31 October 2025</p> <p>The Pro-Vice-Chancellor Registry and CFO presented the management accounts for the period to 31 October 2025 and highlighted the key points:</p> <ul style="list-style-type: none"> - Overall, recruitment of FE and postgraduate had performed well in a challenging environment; - Income was slightly above budget; - There was careful management of staff vacancies, retaining flexibility where required; - Cash reserves and the balance sheet remained strong. <p>In response to questions from Governors, the Vice-Chancellor provided further information on the workload model and staff contracts.</p> <p>The Board received and noted the management accounts to 31 October 2025.</p>	
B25/30	<p>Remuneration Committee Annual Report 2024-25</p> <p>The Chair of the Remuneration Committee presented the Remuneration Committee Annual Report 2024-25, highlighting the key points.</p> <p>The Board received and approved the Remuneration Committee Annual Report for 2024-25.</p>	
B25/31	<p>Audit Committee Annual Report 2024-25</p> <p>The Vice-Chair of the Audit Committee presented the Audit Committee Annual Report 2024-25 and appended reports, including the Internal Auditors' annual report, the latest risk register and the Standard Compliance Attestation Engagement Report of the William D Ford Federal District Loan Program. Attention was drawn to the positive reports received from both internal and external auditors.</p> <p>The Board approved the Audit Committee annual report for 2024-25.</p>	
B25/32	<p>Members' report and Financial Statements for the year ending 31 July 2025</p> <p>The Pro-Vice-Chancellor Registry and CFO presented the Members' report and Financial Statements for the year ending 31 July 2025, which had been discussed at the most recent Audit Committee meeting, highlighting the unqualified opinion from the auditors.</p> <p>The Board noted that the financial statements were consistent with the year-end management accounts, with no subsequent adjustments.</p> <p>Members noted that a commentary would be added to future management accounts to explain the current ratio and the way tuition fees were recognised throughout the year.</p> <p>The Pro-Vice-Chancellor Registry and CFO highlighted the triennial valuation of the West Yorkshire Pension Fund (WYPF) which was currently taking place and possible implications for the University's contribution rates.</p>	PVC Registry and CFO

	<p>The Board approved the Members' report and Financial Statements for the year ending 31 July 2025 for signature by the Chair.</p>	
B25/33	<p>External auditors' Audit Completion Report 2024-25 and letter of representation</p> <p>The Vice-Chair of the Audit Committee presented the Audit Completion Report 2024-25 from Forvis Mazars, the University's external auditors, and highlighted that no control recommendations had been made. It was noted that there were no unusual representations in the Letter of Representation.</p> <p>The Pro-Vice-Chancellor Registry and CFO drew attention to the useful sector overview included in the document.</p> <p>The Board noted the Audit Completion Report 2024-25 and approved the letter of representation for signature by the Chair and Vice-Chancellor.</p>	
B25/34	<p>Annual Financial Return 2025-30</p> <p>The Pro-Vice-Chancellor Registry and CFO presented the Annual Financial Return for 2025-30 which included the previous two years actual results and the forecast for the next five years.</p> <p>It was noted that there had been a number of Government announcements since the Board approved the budget in July 2025, including potential inflationary increases in the level of Home undergraduate fees for 2026 and 2027 and the introduction of the levy on international fee income. The forecasts had therefore been updated to reflect these changes, along with the actual student numbers for September 2025.</p> <p>CONFIDENTIAL MINUTE</p> <p>In responding to a question, the Pro-Vice-Chancellor Registry and CFO confirmed that the financial plan reflected and was aligned with the University's wider strategic plans.</p> <p>The Board approved the Annual Financial Return and commentary for submission to the OfS, with any subsequent minor amendments to be approved by the Vice-Chancellor.</p>	
B25/35	<p>TRAC process 2024-25</p> <p>The Pro-Vice-Chancellor Registry and CFO presented the TRAC process for 2024-25 and reported that it was unchanged from the previous year. It was confirmed that internal auditors had carried out a review in 2021 and that there had been no changes to the process since then.</p> <p>The Board approved the TRAC process for 2024-25.</p>	
B25/36	<p>Students' Union Annual Report and accounts for the year ending 31 July 2025</p> <p>The Vice-Chancellor presented the Students' Union Annual Report and accounts for the year ending 31 July 2025, and Governors were pleased to note the range of activities that had taken place.</p> <p>The Board approved the Students' Union Annual Report and accounts for the year ending 31 July 2025.</p>	

B25/37	Deed for car parking at Vernon Street The Vice-Chancellor presented a paper on changes to the car parking spaces available at Vernon Street, and the Board of Governors approved the signing of the deed by the Vice-Chancellor and Chair of the Board of Governors.	
	Compliance	
B25/38	Prevent Annual Report and OfS Accountability Declaration 2024-25 The Pro-Vice-Chancellor Education presented the Prevent Annual Report and OfS Accountability Declaration for 2024-25, highlighting the key elements of the report. The Board received the Prevent Annual Report, approving the OfS Accountability Declaration 2024-25 for signature.	
	Governance	
B25/39	Governance report The Clerk to the Board presented the report on key governance matters which was received and noted.	
B25/40	Summary Report on compliance with the HE Code of Governance The Clerk to the Board presented the annual summary report on the Board's compliance with the HE Code of Governance and its Statement of Primary Responsibilities, which had been reviewed at the recent Audit Committee meeting. The Clerk reported that the detailed checklist against the full Code was available on the Team Engine portal. The Board received and noted the summary report on compliance with the HE Code of Governance.	
B25/41	Scheme of Delegation The Clerk to the Board presented the updated scheme of delegation, highlighting that all committees had conducted their annual review of their terms of reference at their most recent meetings, and a number of amendments had been proposed. In particular, the Board noted the proposed amendment to the Search and Nominations Committee to retitle it as the Governance and Nominations Committee, which was felt to more accurately reflect the work of the committee. The Board of Governors approved the updated scheme of delegation.	
B25/42	Committee minutes: Audit Committee - 3 November 2025 The minutes of the Audit Committee meeting held on 3 November 2025 were received and noted.	
B25/43	Senior Management Team Structure The Chair presented a paper on a letter they had received from within the University on the structure of the senior management team. The Board reviewed the content of the letter, including the circumstances around its submission, welcoming the transparency on this matter. Governors received and reviewed the minutes from the Board of Governors meeting held in July 2015 when the matter was considered in detail by the Board, following the declaration of a personal relationship between the Vice-Chancellor and Pro-Vice-Chancellor Education. The Board considered the matter, agreeing that the processes put in place at the time of the initial declaration, and which remained in place, were robust	

	and members were satisfied that all appropriate measures had been taken, with no further action required at this time.	
	Documents/links from outside bodies	
B25/44	<p>Report on Documents/links from outside bodies</p> <p>The Board of Governors received, for information, the report containing links to relevant documents from HE sector bodies and regulatory authorities, and Governors were encouraged, in particular, to review the OfS report on degree classification algorithms.</p> <p>The Pro-Vice-Chancellor Registry and CFO reported on the details of the University's degree classification algorithm, highlighting that the current algorithm had been in use for 10 years and that the University did not exclude modules at level 5 or level 6 in the calculation of degree classifications.</p>	
	Final matters	
B25/45	<p>Any other business</p> <p>There was no other business.</p>	
B25/46	<p>Risk Management</p> <p>There were no new items of risk identified at the meeting.</p>	
B25/47	Date of next meeting: Wednesday 28 January 2026 at 1.30pm	
	Reserved Matters	
B25/48-51	A separate minute is available.	
	The meeting closed at 3pm	