



Board of Governors

Approved minutes of the meeting held on Thursday 4 December 2025 at 2.00pm in the Boardroom

Present: Janet Smith (Chair), Dr David Reid, Dr Alex Bols, Helen Fairfoul, Geraldine Kelly, Vivien Goodwin, Chris Payne, Miles Gibson, Anthony Carey, Dr Anni Domingo (from item 7), Haydn Jones (student governor), Daryl Burns (support staff governor), Dr Phoebe Patey-Ferguson (Academic Board staff governor), Prof Randall Whittaker (Principal and CEO)

Apologies: Sud Basu

In Attendance: Prof Stephen Farrier, Deputy Principal
Stuart Page, Dean
Michael Healy, Chief Financial Officer
Veronique Fricke, Director of Corporate Affairs
Rachael Wilson, Director of Service Delivery
Dawn Turpin, Clerk to the Board

1. WELCOME AND APOLOGIES

1.1 The Chair welcomed new governors – Chris Payne, Miles Gibson and Anthony Carey - to the meeting. Apologies were received from Sud Basu.

2. DECLARATIONS OF INTEREST

2.1 Standing declarations were noted. There were no declarations in relation to items on the agenda.

3. MINUTES OF THE LAST MEETING

3.1 The minutes of the meeting held on 23 October 2025 were **approved** as a correct record.

4. MATTERS ARISING

4.1 Updates to the actions from the last meeting appended to the minutes were **noted**.

5. PRINCIPAL AND CEO'S REPORT

5.1 The Principal and CEO introduced his report providing updates on admissions, the estate, communications, postgraduate provision, operations, people and talent, academic registry and Unit-E implementation. He tabled a UCAS update on the College's application rates compared to the previous year, competitor groups and the sector which showed the College was performing well at this early stage in the cycle. Governors welcomed this news.

- 5.2 In response to questions it was noted that the College was using its own estate for external hire which was not subject to VAT and that intelligent use of space was required rather than provision of more space. There was also a number of programmes on teach out which would release space and the Edith Scorer building provided opportunity to grow.
- 5.3 A governor welcomed the rationalisation of the curriculum and enquired if this would incur redundancy costs. The Principal and CEO responded that staffing changes had already been made. On student withdrawals it was noted that work was needed to ensure the Finance team were informed in a timely manner when students withdrew.
- 5.4 At the Chair's invitation the Principal and CEO also updated the Board on the hosting by the College of the annual Guild HE conference in November which had provided an opportunity to promote the College to ministers, policy makers and colleagues from across the sector. Students had showcased the best of the College and it had been reported back that it was this that the Guild HE Chair and CEO had received the most comments on.
- 5.5 With thanks the Board **noted** the Principal and CEO's report.

Strategic items

6. STRATEGIC PLAN 2024-2027 - KPI REPORT AND DEEP DIVES

- 6.1 The Deputy Principal introduced the paper providing an update on the institutional KPIs and deep dives on student success transformation KPIs 4 and 5, people and development KPI 8 and a tabled deep dive on KPI 1 international students.
- 6.2 On KPI 8, 100% of permanent academic staff qualified to level 7 or above it was noted that this was not likely to be achieved as one new member of staff and two longstanding valued staff were not qualified to this level, they were however highly engaged at industry level. A governor suggested the KPI target had been set too high.
- 6.3 It was noted that the Board had discussed at its meeting in July 2025 the potential revision of some of the indicators. Acknowledging that they had been agreed and approved by the Board the intention was not to manipulate the results but to ensure they were meaningful and collectively understood. KPIs 5, 7 and 15 were highlighted as examples. In relation to KPI 5 'continuous improvement in graduate outcomes' this was being measured using an internal completion metric based on exam board outcomes rather than using the sector definition from the Graduate Outcomes Survey, as the Board had understood. The Deputy Principal agreed to review the measures.

Action: Deputy Principal

- 6.4 The Board **noted** the Strategic Plan 2024-27 annual KPI report.

7. RISK REGISTER

- 7.1 The Chief Financial Officer (CFO) noted that the risk register had been updated with residual risk scores reduced across several areas and cyber security risk added. The detailed register had been reviewed by the Audit and Risk Committee at its meeting on 25 November 2025. In response to a query on risk appetite the Principal and CEO advised that the College's risk management maturity was still developing.
- 7.2 The Board **noted** the risk register.

*Academic and student items***8. STUDENT UNION (SU) UPDATE**

- 8.1 The SU President reported that he was continuing to build the profile of the SU attending three National Union of Students conferences that term. He was working to develop a student partnership agreement between the SU and the College and to support the process to appoint a postgraduate student to the Board with the call for nominations due to go out the next day. The SU budget was in the process of being finalised, a trial 'SU bar' and planning for re-fresher events in January 2026 was underway and he was liaising with the College Executive Group on plans for the Bruford Fringe later in the year. A high number of reviews had been provided by students on the 'WhatUni' platform and there had been positive student feedback on the quiet room although an alternative to curtaining off part for a prayer room was needed. Student representative meetings continued and communications had improved since the summer including with the College.
- 8.2 In response to the SU President's question on what the Board would like to see governors suggested more of a sense of the student experience and student feedback on services such as mental health and career support. With thanks the Board **noted** the SU update.

9. STUDENT CONTRACT

- 9.1 The Director of Corporate Affairs noted that the Student Contract, Fee Policy and Health and Safety Policy had undergone extensive review with the College's legal advisers.
- 9.2 In response to governor queries it was confirmed that whilst the contract referred to capping fee increases using the Consumer Price Index for international and postgraduate students this applied to students in that cycle; the College could choose to increase its fees at a higher rate for incoming students each year. For international students the College was responsible for monitoring student engagement and immigration status as part of its Tier 4 sponsor licence obligations with UK Visas and Immigration (UKVI).
- 9.3 On the requirement to pay a deposit the CFO noted that it was an indicator of student commitment but would be kept under review. On the level of additional costs incurred by students the Principal and CEO noted that the College was seeking to identify a 'typical' cost per module which would be included in offer letters.
- 9.4 In response to queries and comments on the Health and Safety Policy the Principal and CEO noted that policy management was an area of high risk for the College with a large number in need of updating. To address this work was being commissioned later in the year to review all student policies to provide a single definitive policy set that was up to date and consistent with mechanisms established to support regular review and version control.
- 9.5 The Board **approved** the revised Student terms and conditions, the Fees Policy 2025/26 and the Health & Safety Policy.

10. ANNUAL RESEARCH REPORT

- 10.1 The Deputy Principal introduced the report on research activity over the period October 2024 to November 2025 covering events, outputs, preparations for the Research Excellence Framework (REF) in 2029 and research culture. The report had been prepared by Dr Joe Parslow, Head of Research and Postgraduate Provision, who had been unable to join the

meeting, but had asked the Deputy Principal to convey his excitement at the level of support for research at the College.

- 10.2 In response to questions it was noted that the College was expecting an increase in the number of submissions to REF 2029 supported by an increase in outputs, research rated 1* would not be submitted but this did not mean it was not impactful and that peer review across Guild HE providers would be undertaken.
- 10.3 Enquiries in postgraduate research had increased and a new PhD programme was being developed indicating a healthy research culture.
- 10.4 With thanks from the Chair the Board **noted** the Annual Research Report.

11. RESEARCH INTEGRITY STATEMENT

- 11.1 The Deputy Principal noted the requirement under the Concordat to Support Research Integrity 2025 on the College to publish an annual statement reporting on progress in meeting the Concordats commitments.
- 11.2 In response to a governor query the Deputy Principal noted that the UK Research Integrity Office and the Committee on Public Ethics had issued some guidance to help researchers with the challenges posed by artificial intelligence (AI). At the College researchers were guided by the Nolan Principles and would be trained as further guidance emerged. He would add the topic to the agenda for discussion at the next meeting of the Research Committee.

Action: Deputy Principal

- 11.3 The Board **approved** the College's annual statement on research integrity.

12. ACCESS AND PARTICIPATION PLAN 2025-2029

- 12.1 The Dean introduced the paper providing an update on progress in delivering the College's Access and Participation Plan (APP). It was an ambitious plan that would require investment to meet its commitments.
- 12.2 In response to a governor query on why access was the largest structural gap it was acknowledged that resource constraints had meant that more work was required to widen participation however there was a risk that highly intensive London based provision would only be accessible by those who could afford it; pipeline was not an issue. The College was working towards being able to disaggregate the data by ethnicity. It had many disabled learners however the low continuation rate for this group was concerning. Targeted outreach to colleges had resumed having stopped during the COVID pandemic. A governor observed that while investment would be necessary, it should be offset by improvements in continuation rates.
- 12.3 The Board **noted** the update on the Access and Participation Plan.

13. ACADEMIC BOARD

- 13.1 The minutes of the meeting of the Academic Board held on 13 October were **noted**.

14. FINANCIAL UPDATE 2025/26

[Confidential minute] The Board **noted** the update on the 2025/26 financial year.

Compliance items

15. FREEDOM OF SPEECH CODE OF PRACTICE AND EXTERNAL VISITORS' POLICY

- 15.1 The Deputy Principal had briefed the Board and responded to queries on the responsibilities placed on the College following the enactment of the HE (Freedom of Speech) Act 2023, which came into force on 1 August 2025, and the particular challenges it posed for creative arts institutions in the pre-Board development meeting.
- 15.2 The Board **approved** the Freedom of Speech Code of Practice and External Speakers Policy.

Governance and Committee items

16. AUDIT AND RISK COMMITTEE

- 16.1 The Chair of the Audit and Risk Committee provided a verbal report on the meeting of the Committee held on 25 November which has reviewed the final internal audit reports for 2024/25 and the annual report for the year. The programme of audits for 2025/26 had only just commenced which would be raised with the Internal Audit Partner. The risk register had been reviewed with residual risk scores reducing reflecting improved internal controls. The Committee's own annual report, which was included in the Board's papers, had been agreed and in response to the outcomes of the Committee's own effectiveness review the Committee had set itself some objectives for the year.
- 16.2 The Board **noted**:
- a. the verbal report on the meeting of the Audit and Risk Committee held on 25 November 2025
 - b. the annual report from the Audit and Risk Committee for 2024/25

Alex Bols left the meeting

GOVERNANCE AND NOMINATIONS COMMITTEE

- 17.1 The Chair, in the absence of the Governance and Nominations Committee Chair, reported that following the call for expressions of interest in the role of Chair of the Governance and Nomination Committee one expression had been received. The Governance and Nominations Committee had agreed by email circulation to recommend the appointment of Alex Bols as its Chair.
- 17.2 The Board **approved** the appointment of Alex Bols as Chair of the Governance and Nominations Committee.

Alex Bols rejoined the meeting

- 17.3 The Chair also reported that two expressions of interest had been received in the role of Deputy Chair; both would be invited to meet with herself and the Chair of the Governance and Nominations Committee in January to discuss their interest.

18. OFFICE FOR STUDENTS REGULATORY UPDATE

18.1 The Board **noted** the Office for Students regulatory update.

Closing items

19. ANY OTHER BUSINESS

- 19.1 The Chair advised that following the introduction of College email accounts for independent governors personal and work email addresses would no longer be used for College business.
- 19.2 The Chair also reported that she had taken action to approve the Annual Prevent Accountability return for 2024/25 which had been reviewed by the Audit and Risk Committee, in order that it be submitted by deadline of 1 December 2025.
- 19.3 The CFO, adding to his report under item 14, noted that the College had submitted its interim financial return for 2025/26 to the OfS in November. There had been no response to date.
- 19.4 Finally the Chair noted this was the last meeting for the Dean who was retiring and thanked him for his service.

20. DATE OF NEXT MEETING

- 20.1 The Board **noted** the dates of the remaining meetings being held in 2025/26, all starting at 2.00pm:
- 22 January 2026 Away Day + Annual dinner
 - 19 March 2026
 - 7 May 2026
 - 9 July 2026

Dawn Turpin
Clerk to the Board
13 December 2025

Appendix

Action tracker

Minute	Action
July 2025	
Minute 9, CFO	<ul style="list-style-type: none"> - review the format of the HR annual report and resubmit to the next meeting of the Board being held on 23 October. <p>This action is paused pending implementation of new HR systems that would enable improved data monitoring and reporting</p>
December 2025	
Minute 6, Deputy Principal	<ul style="list-style-type: none"> - review the KPIs to ensure they were meaningful and collectively understood -
Minute 11, Deputy Principal	<ul style="list-style-type: none"> - item on the use of AI in research to be added to the agenda for discussion at the next meeting of the Research Committee.