

## MEETING OF THE BOARD OF TRUSTEES 3 APRIL 2025

### REDACTED MINUTES FOR PUBLICATION

A meeting of the Board of Trustees was held at Taylor Wessing, Hill House, 1 Little New Street, London EC4A 3TR from 12.45-16.15pm on Thursday 3 April 2025.

Present:	C Costigan (CC)	
	A Denton (AD)	(Student Trustee)
	J Hubert (JH)	(Staff Trustee)
	N Hughes (NH)	
	Dr S Jackson (SJ)	(Vice Chair)
	Prof M Jones (MJ)	
	R Kerslake CBE (RK)	
	Dr L Marr (LM)	
	P McCrea OBE (PM)	(Chair)
	D O'Rourke (DOR)	
	J Quinn (JQ)	
	G Scott (GS)	(Honorary Treasurer)
	C Thackeray (CT)	(Staff Trustee)
	A Wheaton (AW)	(Vice Chancellor)
In attendance:	C Augustine (CA)	(Board Apprentice)
	D Balme (DB)	(Chief Operating Officer)
	S Bartle (SB)	(Pro Vice Chancellor Business Development & Apprenticeships)
	L Downey (LD)	(Pro Vice Chancellor Student & Registry Services)
	J E Fawkes (JEF)	(Deputy Vice Chancellor & University Secretary)
	Dr W Finlay (WF)	(Pro Vice Chancellor Education)
	L Gaitskell (LG)	(Board Apprentice)
	L Hughes (LH)	(Clerk to the Board)
	M Todd (MT)	(Associate Pro Vice Chancellor Academic) – for item 2.2 only
	A Williams (AWi)	(Executive Director Innovation & Partnerships)
Apologies:	Prof N Braisby (NB)	
	J Gill (JG)	
	B McManus (BM)	(Student Trustee)
	G Ralphs (GR)	

## 1) GENERAL BOARD GOVERNANCE

### **13439**      **1.1) APOLOGIES FOR ABSENCE AND WELCOMES**

13440      There were apologies for absence from Prof Nick Braisby, Jyotveer Gill, Ben McManus and Gareth Ralphs. The Chair welcomed Dr Liz Marr to her first meeting as a full Trustee.

### **13441**      **1.2) DECLARATION OF ANY CONFLICTS OF INTEREST**

13442      There were no conflicts of interest reported.

### **13443**      **1.3) APPROVAL OF THE MINUTES OF THE MEETING HELD 4 DECEMBER 2024**

13444      The minutes and the proposed redactions of the Board of Trustees meeting held on 4 December 2024 (as provided at paper 1.3) were **APPROVED** as a true record and signed by the Chair. They will be published on the UCEM Governance webpage.

### **13445**      **1.4) APPROVAL OF THE MINUTES OF THE MEETING HELD 17 DECEMBER 2024**

13446      The minutes and the proposed redactions of the Board of Trustees meeting held on 17 December 2024 (as provided at paper 1.4) were **APPROVED** as a true record and signed by the Chair. They will be published on the UCEM Governance webpage.

### **13447**      **1.5) APPROVAL OF THE MINUTES OF THE MEETING HELD 19 FEBRUARY 2025**

13448      The minutes of the Board of Trustees meeting held on 19 February 2025 (as provided at paper 1.5) were **APPROVED** as a true record and signed by the Chair. They will be fully redacted and not published on the UCEM Governance webpage.

### **13449**      **1.6) MATTERS ARISING AND ACTIONS SUMMARY**

13450      The summary showing the outcomes of actions from the meeting held 4 December 2024 (paper 1.6) was taken as read with updates on listed actions duly **NOTED**. Those actions still ongoing are: scheduling of a full Board discussion on Artificial Intelligence (though it was noted that the Academic Review Committee had discussed this subject in June 2024); and, circulation of additional information to the Board on the UCEM Risk Management approach (though it was noted that Audit Committee reviews institutional risk in detail on behalf of the Board at every meeting).

13451      The Board queried action 13290 which was an explanation as to why the average income per student in the Hong Kong plan was less than the published course fees. The reason for this was relative to average study load variations and withdrawal rates.

### **13452**      **1.7) TRUSTEE RE-APPOINTMENT**

13453      Prof Michelle Jones stepped out of the meeting room for this item.

- 13454 The Chair updated the Board on a discussion held at Nominations & Governance Committee regarding re-appointment of Trustees. The Committee proposed that the Board approves the re-appointment of Prof Michelle Jones for a further three-year term of office from September 2025-September 2028 (paper 1.7).
- 13455 The Board **APPROVED** the re-appointment of Prof Michelle Jones as an Independent Trustee for a second three-year term of office from September 2025 to September 2028.
- 13456 The Board welcomed MJ back into the meeting room and congratulated her on her re-appointment.
- 13457 The Board **NOTED** its current composition with regard to EDI and skills and that plans for recruitment are being discussed and agreed within the Board Leadership Group and the Nominations & Governance Committee.
- 13458** **1.8) HONORARY AND ASSOCIATE FELLOWSHIP NOMINATIONS**
- 13459 **REDACTED**
- 13460 The Board **APPROVED** the nomination of Dick Kwok for an Honorary Fellowship of UCEM.
- 13461 The Board **APPROVED** the nomination of Andrew Keung for an Honorary Fellowship of UCEM.
- 13462 The Board **APPROVED** the nomination of Marcelino Wong for an Associate Fellowship of UCEM.
- 13463 The Board **NOTED** that those approved for Honorary Fellowships would be presented their awards either at the summer Graduation Ceremony 2025 or at an appropriate UCEM event taking place in Hong Kong in 2025. Those approved for Associate Fellowships would also be invited to an appropriate event in Hong Kong during the year to be presented their certificate. All nominees will now be written to, to inform them of their awards.

**ACTION: Write to all nominees confirming their appointments as Honorary and Associate Fellows. [JEF/LH]**

## **2) STRATEGIC DISCUSSIONS**

### **13464** **2.1) UNIVERSITY NAME CHANGE AND TITLE APPLICATION**

- 13465 The University Secretary presented paper 2.1 to the Board which provided an update on UCEM's application to the Office for Students for a change in title to University of the Built Environment and the associated project work to prepare to launch the new branding. An outcome to the application had been expected in late March/early April but communication on 19 March indicated this would be end April at the earliest now. This impacts UCEM's plans to launch the new brand on 9 June and hold the external event on 19 June. The UCEM team is considering the final date and when approval can be received in order to proceed with the currently planned dates

and the best alternative dates should this have to be changed. It is likely UCEM would aim for launch in July and the external event in early September.

13466 The Vice Chancellor informed the Board that UCEM's ambitions are being constrained by government departments and agencies time delays, which is deeply disappointing. The Vice Chancellor has expressed this disappointment in a letter sent to Susan Lapworth, Chief Executive of the OfS, in the last week. In addition, the approval to proceed with the merger with LSA is more challenging for Trustees to authorise without the name change approval having been secured.

13467 The Board **NOTED** the progress update regarding UCEM's University Title application, re-branding work, launch plans and Royal Charter update, including the potential delay with OFS/DfE for the final decision on consent.

## **13468 2.2) STRATEGIC MERGER WITH THE LONDON SCHOOL OF ARCHITECTURE**

13469 Malcolm Todd joined the Board for agenda item 2.2.

13470 The Board considered paper 2.2 and associated sub-papers which provided the due diligence and business case for UCEM proceeding with the strategic merger with the LSA. It was recognised that the information and case presented was not perfect, but the team has worked solidly on due diligence for the last six weeks to reach this stage. The Board thanked Jane Fawkes and David Balme in particular for this effort.

13471 The Board was reminded that the due diligence for the merger is evolving daily and that many issues have arisen and still arise. Despite this, the Executive unanimously recommended the merger to the Board due to the opportunity it provides within the architectural education. A full discussion on concerns/queries/opportunities regarding the deal then took place.

13472 Matters raised included:

- REDACTED

13473 REDACTED

**ACTION:** REDACTED

13474 REDACTED

13475 REDACTED

13476 REDACTED

**ACTION:** REDACTED

13477 REDACTED

13478 The Chair asked all Trustees present to confirm their support for the following resolution:

*We, the Board of Trustees of the above registered charity, University College of Estate Management (UCEM), with voting rights under the Royal Charter and Bye-Laws and the UCEM Regulations, after careful consideration of the terms of the draft*

*Transfer Agreement between University College of Estate Management and the London School of Architecture, resolve that:*

- (a) subject to confirmation being received by UCEM that the identified pre-conditions have been satisfied, the entry into the Transfer Agreement by UCEM to come into effect no later than 1 May 2025 is approved; and*
- (b) the Vice Chancellor and Chair of Trustees be authorised to execute the Transfer Agreement by deed and to attest the affixation of the University's seal to the document (if a deed is required, but otherwise either one of them to be authorised to execute the Transfer Agreement under hand) and to undertake all such acts and enter into or provide all such deeds, documents, certificates and notices and/or to jointly agree any supplements, modifications, amendments to the draft Transfer Agreement prior to its execution as they may consider expedient or desirable in connection with the execution or performance by UCEM of the Transfer Agreement.*

The resolution was supported by all those Trustees present and those who voted in writing - 17 votes in total.

13479 The University Secretary and Vice Chancellor thanked the Trustees for their support of the resolution and their input over recent weeks to reach this decision.

13480 The Chair thanked Malcolm Todd for attending/contributing and invited him to leave the meeting.

### **13482 2.3) UCEM'S RESEARCH AND RDAP AMBITIONS**

13483 The Pro Vice Chancellor Education presented paper 2.3 to the Board which outlined UCEM's progress to date with its research ambitions, REF submission and an update on work being undertaken to offer research degrees from 2025-26 with The Open University as UCEM's validating partner.

13484 The Open University recently carried out their visit to UCEM and this was successful. The recommendations of the visiting panel will be made to their Research Committee in May. It is likely to be a recommendation to approve but on a probationary basis. If successful UCEM will be eligible to offer research degrees but not professional doctorates. UCEM is discussing this element with the University of West London. Overall, UCEM has taken significant strides forward in its strategic ambition for research, but it remains a progressive and slow process.

13485 WF reported that UCEM had successfully secured funding for some research projects in recent months which is small scale but will help with UCEM's REF submission in 2029. Until UCEM has REF, the institution is ineligible for UKRI funding and less attractive to research-active staff. Working towards the REF submission will take significant investment, and proposals will be made to the Board later in 2025. It is essential UCEM protects its existing student experience and distinctive provision whilst slowing growing research. Many staff will welcome the opportunity to be more research active once the investment plan is agreed. UCEM recently approved an Academic Career Framework to also support this strategic ambition and allow for professorships in the future.

13486 The Board **NOTED** the progress to date on delivering UCEM's long-term research ambitions. The Board further **NOTED** that a budget request to secure appropriate

investment in research at UCEM to deliver on the CX ambitions relating to RDAPs, REF and research income will be presented to the Board later in 2025.

**13487**

## **2.4) BUILT ENVIRONMENT FUTURES ASSEMBLY**

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Aled Williams presented paper 2.4 to the Board which outlined UCEM's further evolved/modified plans to establish a Built Environment Futures Assembly (formerly known as the Institute for the Built Environment) to deliver the influence and profile themes of the UCEM strategic plan. The Board discussed this matter at its last meeting and agreed further information was required on the governance arrangements, including how the Assembly related to UCEM's own governance/Board of Trustees, and how Mark Farmer was appointed/recruited, before it could be assured of Board support. The outline paper with the revised structure was presented with the Assembly's prospectus, Terms of Reference and Structure/Accountability.

13489

AWi reported the BEFA will now be fully under UCEM governance and will report to the Executive. It will be a wrapper for all UCEM activity on influence to deliver the strategic plan. It will be guided by a Strategic Advisory Board with activities that are demand led under six key themes, one of which is diversity and inclusion. Mark Farmer will still be the inaugural Chair of the Strategic Advisory Board – he was selected by the Vice Chancellor / AWi as the most appropriate and networked/high-profile candidate from across the sector and well attuned to the skills agenda. He will be appointed for a three-year term. All SAB involvement is based on expertise being voluntarily given, with UCEM providing a small budget to support the activities and the staff to run the BEFA. The aim will also be to anchor the activities of BEFA back into UCEM.

13490

Overall, the Board was supportive of the BEFA as proposed, recognising BEFA would not have a direct relationship to the Board, but did request further clarity on its KPIs/what success will look like, both for the sector and for UCEM. AWi agreed to update the Board twice a year. The Board also felt the structure may be overly complicated but agreed it would be iterative and could be amended if necessary. Finally, the Board felt uncomfortable that the SAB should be able to amend its own Terms of Reference and that, as it reports to the UCEM Executive, it should really only be able to propose changes that can then be approved by the UCEM Executive. The proposed wording of point 7.1 in the Terms of Reference should therefore be updated before being finalised.

**ACTION: Report on BEFA activities and progress to the Board at regular intervals. Amend the Terms of Reference to ensure the SAB can only propose amendments to the Terms of Reference but that these must be approved by the UCEM Executive. [AWi/JEF]**

13491

The Vice Chancellor stressed that the structure proposed is simpler than it seems. This work is already happening but the wrapper of BEFA around it will help to raise UCEM's profile and role in it. UCEM needs to position itself as front and centre of the sector conversation about labour and skills shortages and this vehicle will enable that.

- 13492 The Board **NOTED** that UCEM will be launching the 'Built Environment Futures Assembly' during 2024/25 to support the delivery of the CX Strategy related to influence and that it will update the Board on its success regularly.

### 3) STUDENT AND STAFF TRUSTEE UPDATES

#### **13493** **3.1) STUDENT TRUSTEE UPDATE**

- 13494 Adam Denton and Ben McManus, the Student Trustees, provided the Student Trustee report (paper 3.1) focussed on the student response to UCEM evolving into University of the Built Environment. AD presented the paper to the Board and commented that the feedback focussed on responses to the VLE student consultation. Students value the rich history of UCEM but recognised that University of the Built Environment will give a better sense of community across all the programme disciplines and sounds more prestigious. They welcome the planned depth of the UCEM offer, which will, for example, allow a common Level 4 entry pathway and then the option to choose a specialism later on. Overall, initial reaction to the forthcoming change from students is very positive.
- 13495 The Board thanked AD/BM for the report and for their role in encouraging student responses to the OfS Consultation.
- 13496 The Board **NOTED** the Student Trustee update report and feedback, and the Chair thanked AD / BM for preparing the paper and AD for his contribution to the meeting.

#### **13497** **3.2) STAFF TRUSTEE UPDATE**

- 13498 Charlotte Thackeray and Jon Hubert, the Staff Trustees, provided the Staff Trustee report (paper 3.2) focussed on the staff response to UCEM evolving into University of the Built Environment.
- 13499 CT reported that the new University of the Built Environment brand was launched to all staff shortly after the Board approved in it late February and it was extremely well received. The only marginal comment made was the new brandings similarity to that of The Open University, which was also commented on by the Board. Staff generally feel included in the journey and are looking forward to celebrating the new name when it is confirmed. Staff are particularly looking forward to the more obvious name and not having to explain who UCEM is and what it does externally. Overall, staff are proud of the institution and its future brand.
- 13500 The Board **NOTED** the Staff Trustee update report and feedback, and the Chair thanked CT/JH for preparing their contributions to the meeting.

### 4) INSTITUTIONAL UPDATE

#### **13501** **4.1) VICE CHANCELLOR'S OVERVIEW OF PERFORMANCE AGAINST TARGETS 2024-25 AND GENERAL UPDATE**

- 13502 A UCEM progress update was provided by the Vice Chancellor (paper 4.1). The coloured RAG ratings in the report reflect the status of the objective at this stage of the 2024-25 financial year, providing the latest perspective on performance against

the top level CX9 goals for the year, activities on projects and some additional commentary on internal and external work taking place at the current time.

- 13503 The Vice Chancellor reported that the last four months have been ones of significant workload for the Executive Team with a number of concurrent strategic projects underway at this time. During this period, the wider higher education sector has further struggled, with almost daily announcements of institutions with financial difficulties and needing to make significant staff cuts. As many as 15,000 may lose jobs as the sector tries to balance its books, without government help. This provides a difficult backdrop but also reinforces UCEM's current positive position and the opportunities that might be afforded it through redundancies and availability of high-quality staff within the sector. The Vice Chancellor expressed his pride in the UCEM team that is working so hard to deliver on the strategic vision of the institution.
- 13504 The Vice Chancellor reported that progress against CX9 targets for the year can be considered as on track. The financial position of the institution at this time is positive vs budget, albeit this is up on income and over on costs (some exceptional some not). UCEM continues to wrestle with the QAR against the government standard and UCEM's own target, albeit UCEM's rate is still twice as good as the next best performing provider. UCEM held a meeting in December with all 24 providers of the Chartered Surveyor standard to agree a solution. 90% of employers are also aligned with this and it will shortly be sent to the RICS and the trailblazer group. The aim is to secure an integrated EPA. The Chair and Vice Chancellor will also have a meeting with RICS about this later in April.
- 13505 Student outcomes performance is positive with results up at all levels and with greater contributions to financial performance through retention. On reach, UCEM fell short of the Spring target on new student recruitment by 10 students at 540 vs 550 but the annual total is ahead of target after positive performance in autumn.
- 13506 Trustees had been concerned about the dip in employee engagement in late 2024 to 3.9 from 4.1 and many had listened to analysis of this at the February Quarterly Business Review. The primary impact was a consultation held on changes to the sickness policy. Whilst UCEM reversed the most unpopular elements of this proposal, the timing impacted the scores in the survey. It is also clear, that now UCEM is making steady surpluses it needs to show staff that it is genuinely investing back into the business to improve their working lives (e.g. systems have not kept up with UCEM growth and there is a lot of manual work still undertaken). Workload is also a consistent theme in the survey results, as is some negativity about visibility of Executive and Senior Leadership Team, which is challenging in a hybrid working environment. In March, the Executive Team approved a Digital Strategy and an HR Strategy which will help drive much of this forward and regain employee engagement. There will also be a drive to help staff understand and feel positive about just how well UCEM is performing in the context of the wider sector.
- 13507 REDACTED
- 13508 The Board also queried why staff costs are increasing further when they have been historically high. The importance of making technological and productivity gains is clear through investment in student facing and academic delivery. The Board



encouraged prioritisation of some quick win initiatives to support staff morale improvements and to start really driving the productivity agenda.

13509 The Board noted that with Lynne Downey's departure from UCEM, the EDI Committee will move under the remit of Jane Fawkes. There is still some work to be done on ensuring the right diversity of membership on the committee, but this has been deprioritised during the LSA merger due diligence period. There are organisational changes planned to realign responsibilities around the four Ps with LD's retirement from UCEM which are in the process of being announced to staff currently. SB/WF will jointly own performance, DB will own productivity, JEF will own precision and AW/AWi will own profile. Some senior recruits reporting to various members of the Executive Team are required to ensure the revised structure will be successful, particularly in the areas of Digital and Student Experience.

13510 In the final section of his report on external activities, the Vice Chancellor reported that UCEM is up against some major headwinds in its strategic ambitions, not least external bodies unwilling to support what UCEM can offer in terms of solutions. For example, UCEM would like to offer Urban Planning, but it is not viable without RTP1 support which is not forthcoming despite the urgent need for thousands of qualified planners. The Vice Chancellor welcomed any support the Board could provide in overcoming such challenges. One key element would be lobbying, particularly with ministerial teams. The Vice Chancellor was asked to prepare a Board crib sheet / collateral to help Trustees with this.

**ACTION: Prepare a Board crib sheet and collateral that Trustees can use to support UCEM and its key messages externally. [AW]**

13511 The Vice Chancellor thanked Jyotveer Gill for hosting some valuable meetings at the Said Business School, he informed the Board that the next INSPIRE event is taking place on 7 May regarding place making and that UCEM is in discussions with the NLA about a collaboration on a London Centre of Built Environment Expertise and Innovation.

13512 The Board thanked the Vice Chancellor and the Executive Team for delivery of CX9 to date and **NOTED** the overview of performance against the CX9 goals for the 2024-25 year.

### **13513 4.2) REFORECAST AND BUDGET FOR 2024-25**

13514 David Balme presented paper 4.2 to the Board which provided an overview of work carried out in January 2025 to forecast for the current financial year and which was presented to Finance Committee in March 2025. The paper was taken as read, but overall, the budgetary position remains flat following over-performance on income but increases in cost. The key focus for UCEM must be to reduce increasing costs as a proportion of income/revenue which currently still rise in tandem.

13515 The Board **NOTED** the revised forecast position for the year and specifically the overperformance in apprenticeship income, the Operating Surplus of £1,322K, the increase in University Title and Shinfield Grange project costs, the reduction in OfS apprenticeship development funding and the increases in Staff Costs.

## 5) PROPERTY UPDATE

### **13516      5.1) REDACTED**

13517      REDACTED

13518      REDACTED

13519      REDACTED

13520      REDACTED

13521      REDACTED

## 6) ANY OTHER BUSINESS

### **13522      6.1) EXECUTIVE SUMMARIES FROM BOARD SUB-COMMITTEES**

13523      The Chair reminded Trustees that significant business is undertaken on behalf of the Board by its sub-committees and that it is important for the wider Board to be aware of the business discussed and the decisions taken. Meetings of two Sub-Committee that have taken place since the last Board meeting in December and Chairs were invited to provide an overview of the outcomes of those meetings to the Board (noting that some items had already been covered in detail under substantive items in this agenda).

13524      The Chair provided an update on the outcomes and decisions of the Nominations & Governance Committee, held 27 February 2025, as presented in the Executive Summary of the meeting at paper 6.1a. Outside of those matters already covered by the Board in this meeting, the Board **NOTED** that some of the key items discussed were: approval of a variety of changes to sub-committee membership and Board roles; approval of Board Leadership Group Terms of Reference; outcomes of the Trustee Skills Survey undertaken January 2025; recruitment plans for Board Apprentices during 2025; approval of changes to be proposed to Privy Council on the Royal Charter and Byelaws and draft changes to the UCEM Regulations; approval of the revised scope and terms of reference for Academic Assurance Committee; and, the Trustee Reviews process for 2025.

13525      REDACTED. There will be a recruitment process planned for later in 2025 to fill what will be two vacancies on the Board, taking into account both EDI and the skills required on the Board in the future. The Committee will also ensure it fully scrutinises all Trustee renewals in more detail in the future against EDI and skills before automatically renewing.

13526      The Board also **NOTED** that the full minutes of the meeting will be available for reference on the Trustee Portal.

13527      GS provided an update on the outcomes and decisions of the Finance Committee, held 20 March 2025, as presented in the Executive Summary of the meeting at paper 6.1b. Outside of those matters already covered by the Board in this meeting, the Board **NOTED** that some of the key items discussed were: approval of the revised

forecast for the 2024-25 year; the University Name Change budget request; approval of minor updates to the Investment, Reserves and Treasury Management policies; review of the emerging LSA budget; approval of bank mandate and authorised signatories; review of UCEM investment performance with Sarasin & Partners; and the latest management accounts, balance sheet and cashflow position for the year to date. The Board also **NOTED** that the full minutes of the meeting will be available for reference on the Trustee Portal.

**13528**                    **6.2) REDACTED**

13529                    REDACTED

**ACTION:**                **REDACTED**

**13530**                    **6.3) MATTERS FOR NOTING, APPROVAL AND REPORT**

13531                    The Board was invited to make comments on the additional Board paper of matters for noting and approval (items 7, 8 and 9).

13532                    The Board requested a clearer indication in the Apprenticeship Self-Assessment Position Statement report on UCEM's progress towards outstanding. This was in the context of recognising that Ofsted is moving away from the good/outstanding measurement to a balanced scorecard approach and any UCEM reporting may have to change again in the future anyway.

**ACTION:**                **Ask the Director of Apprenticeships to provide additional commentary in the form of a covering paper to the Board, alongside the Self-Assessment Position Statement Report, to give greater indication to Trustees on UCEM's progress towards outstanding. [JEF]**

13533                    No other substantive comments were made so all matters were deemed approved and noted (as below).

**13534**                    **6.4) THANKS TO DEPARTING BOARD MEMBERS**

13535                    The Chair formally noted the Board's thanks to Amanda Clack and Dr Stephen Jackson for their service on the UCEM Board of Trustees as Chair and Vice Chair. Amanda joined the Board for a short drinks reception at the close of the meeting. Past Trustees Chris Turley and Misa von Tunzelman also joined the reception. Gifts were presented and both Amanda and Stephen made short speeches outlining their pleasure at having served on the Board and their pride in all that UCEM has achieved during their tenures and at having been part of such an engaged, committed and collegial Board. Both will remain strong supporters of and advocates for UCEM.

**13536**                    **6.5) ANY OTHER BUSINESS**

13537                    The Chair formally noted and thanked Lynne Downey for her substantial contributions to UCEM over the last 11 years, ahead of her retirement from the institution in May 2025.

13538 There being no other items of business raised, the Chair thanked all Trustees for their participation in the meeting and Taylor Wessing for having hosted UCEM.

**13539 6.6) MEETING CLOSE**

13540 The Chair closed the meeting at 16.02pm.

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The following matters were circulated in a separate pack for approval, noting or report in advance of the meeting.

## **7) EXTERNAL AND REGULATORY UPDATE**

**13541 7.1) OFFICE FOR STUDENTS CONDITIONS OF REGISTRATION COMPLIANCE REGISTER**

13542 An update on the UCEM compliance register with OfS Conditions of Registration was provided at paper 7.1 and 7.1a.

13543 The Board **NOTED** the updated position regarding UCEM compliance with OFS conditions of registration, that UCEM remains compliant with all conditions.

## **8) MATTERS FOR APPROVAL OR REPORT**

**13544 8.1) BOARD EDI QUESTIONNAIRE RESULTS**

13545 The Board **NOTED** the results of the EDI questionnaire completed in January 2025, which were considered by the Nominations & Governance Committee in February 2025.

**13546 8.2) ACADEMIC REPORTS**

13547 The Board **NOTED** that the Executive Summary of the Academic Board meeting held on 27 January and 10 March 2025.

13548 The Board **APPROVED** the Apprenticeship Position Statement 1&2 2024/25.

**13549 8.3) BOARD LEADERSHIP GROUP TERMS OF REFERENCE**

13550 The Board **NOTED** the Board Leadership Group Terms of Reference V1, approved by the Nominations and Governance Committee in February 2025.

**13551 8.4) UCEM ASIA LTD BOARD TERMS OF REFERENCE**

13552 The Board **APPROVED** the UCEM Asia Ltd Board of Trustees Terms of Reference for publication as V1.00.

**ACTION: Finalise and publish the UCEM Asia Ltd Board Terms of Reference V1.00.**

## 9) OTHER MATTERS FOR NOTING ONLY

### **13553**      **9.1) TRUSTEE CALENDAR**

13554      The Board **NOTED** the Trustee calendar of dates for 2025, noting the minor updates recently made.

13555      The Board **NOTED** the draft Trustee calendar of dates for 2026, which will shortly be issued in Outlook to all Trustees.

**ACTION:**      **Issue 2026 calendar to Trustees in Outlook. [LH]**

### **13556**      **9.2) REPORT ON HEALTH AND SAFETY**

13557      The Board **NOTED** the quarterly report on Health and Safety.

### **13558**      **9.3) UCEM COMPLAINTS, APPEALS AND WHISTLEBLOWING REPORT**

13559      The Board **NOTED** the data on complaints made to UCEM in Quarter 2 2024-25 as detailed in paper 9.3.

13560      The Board **NOTED** the data on appeals cases in Quarter 2 2024-25 as detailed in paper 9.3.

13561      The Board **NOTED** that there had been no whistleblowing cases.

### **13562**      **9.4) DATA PROTECTION REPORT**

13563      The Board **NOTED** the eight minor data protection breaches in the Dec 2024-March 2025 (month to date) period, and that there was one Data Subject Access Request and two third-party disclosures (paper 9.4). The Board **NOTED** that the overall rate of breaches remains relatively low. The Board also **NOTED** that the data protection function at UCEM is still being managed on an outsourced basis via Evalian.

### **13564**      **9.5) UPDATED STAFF ORGANISATION CHART**

13565      An updated Senior Level UCEM staff organisational chart by department / SLT level was provided at paper 9.5 and **NOTED** by the Board.

**Date of next meeting:**

Thursday 10 July 2025

**Meetings before 10 July 2025:**

8 May 2025 – Honorary Community Luncheon

15 May 2025 – Quarterly Business Review

22 May 2025 – Audit Committee

12 June 2025 – Finance Committee

4 July 2025 - Graduation

Signed

A handwritten signature in black ink, appearing to read 'Peter McCrea', with a stylized flourish at the end.

Name

Peter McCrea OBE

Position

Chair of the Board of Trustees

Date

23 June 2025 (via email approval/Chair's Action)