

**BOARD OF DIRECTORS  
ACTIONS AND KEY DECISIONS OF THE MEETING**

<b>Meeting Date and Time:</b>	Thursday 28 <sup>th</sup> August 2025 at 10.30
<b>Location:</b>	Futureworks
<b>Present:</b>	Prof. Rob Campbell, Chair
	Chris Mayo, Principal
	Gwyn Arnold, Member
	Prof. John Brooks, Member
	David McIntyre, Member
<b>In attendance:</b>	Ben Norris, Vice Principal, Clerk
	Kate Sayer, Secretary
	Paul McKibbin, Accountant
<b>Apologies:</b>	Renee Tyrrell

No.	ACTIONS
1	This section contains commercially sensitive information and has been redacted (3b-1)
2	This section contains commercially sensitive information and has been redacted (4cii-1)
3	Secretary to add 'Approve financial plans and provisional budget' to the work plan for August 25. (4ciii-1)

No.	KEY DECISIONS
1	Further discussion related to the Board composition are to be had at the next meeting of the Board in November.
2	This section contains commercially sensitive information and has been redacted
3	This section contains commercially sensitive information and has been redacted

**BOARD OF DIRECTORS COMMITTEE****MINUTES OF THE MEETING HELD ON 28<sup>th</sup> August 2025 @ 10.30 at FUTUREWORKS and via TEAMS  
For General Release**

Present: **Prof. Rob Campbell, Chair**  
**Chris Mayo, Principal**  
**Prof. John Brooks, Member**  
**Gwyn Arnold, Member**  
**David McIntyre, Member**

In attendance: **Ben Norris, Clerk**  
**Paul McKibbin, Accountant**  
**Kate Sayer, Secretary**

**1. WELCOME BY THE CHAIR AND APOLOGIES FOR ABSENCE**

The Chair welcomed the members and set out the order of the meeting. Apologies were received from Renee Tyrrell (member). Many thanks were given to Gwyn Arnold for her contribution to the Board of Directors over the years. The committee have welcomed her ideas and support over the years and will miss her presence at future meetings, as she steps down from Board membership.

**2. DECLARATIONS OF INTEREST**

None declared.

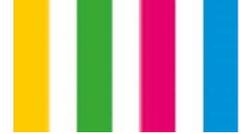
**3. MATTERS ARISING:**

- a. Nominations and Remuneration
  - i. Board Composition – as noted above, Gwyn Arnold is to leave the Board following the meeting. The Chair and NED JB currently have contracts running until February 2026. The recruitment process to find their successors is to start imminently as it could take some time. Whether the Chair would need to be an academic was discussed by the committee. When appointing new members, the committee would need to be mindful of the need to ensure continuity of governance. This section contains commercially sensitive information and has been redacted.
- b. This section contains commercially sensitive information and has been redacted.

**[Action: This section contains commercially sensitive information and has been redacted.] (3b-1)**

**4. COMMITTEE BUSINESS:**

- a. Minutes of 22.05.25 and 20.06.25 – the minutes were accepted by the committee in terms of content and accuracy
- b. Action Plan – the committee accepted the completed actions. [BoD]May-25 | 7a(1) has been marked as complete; [this section contains commercially sensitive information and has been redacted]. The following open actions were discussed:
  - [BoD]Aug-23 | 4b(2) – This section contains commercially sensitive information and has been redacted.
  - [BoD]Aug-24 | 3a(1) – [This section contains commercially sensitive information and has been redacted].
  - [BoD]Nov-24 (1) | 3cii(1) – discussions about EDI are ongoing.
  - [BoD]May-25 | 5b(3) – This section contains commercially sensitive information and has been redacted.
- c. Updated documentation for AY25/26 –



- i. Updated Governance and Management Handbook – This section contains commercially sensitive information and has been redacted.
- ii. Updated Scheme of Delegation – This section contains commercially sensitive information and has been redacted.
- iii. Indicative Work Schedule for AY25/26 – the work schedule was accepted with one minor error.
- iv. Policies and Processes – these were approved by the committee.

**[Action: This section contains commercially sensitive information and has been redacted.] (4cii-1)**

**[Action: Secretary to add 'Approve financial plans and provisional budget' to the work plan for August 25.] (4ciii-1)**

## **ITEMS FOR CONSIDERATION, DISCUSSION AND/OR RESOLUTION:**

### **5. REPORTS:**

- a. Chair's report – [This section contains commercially sensitive information and has been redacted].
- b. Principal's Operations Report –the Principal's Operations report covered the areas of Strategic/Business Matters, Academic and Student Matters, Operational Matters, and the External Environment. [This section contains commercially sensitive information and has been redacted].

Paid advertising has been focussing on Clearing. The Student CRM is being used for direct applications, and communications are being developed in line with the Annual Communications plan. [This section contains commercially sensitive information and has been redacted].

Academic and student matters – [This section contains commercially sensitive information and has been redacted].

Facilities and estates – [This section contains commercially sensitive information and has been redacted]. Work on the Futureworks reception by Bruntwood is likely to take place in December.

Staff changes – [This section contains commercially sensitive information and has been redacted]. Recruitment is taking place for an Assistant Academic Registrar and a Student Recruitment and Outreach Officer.

[This section contains commercially sensitive information and has been redacted].

Futureworks' benchmarks for student outcomes are positive with improvements shown in the three areas of continuation, completion and progression.

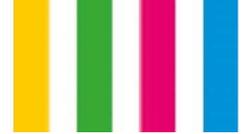
Financial update and quarterly management accounts – [This section contains commercially sensitive information and has been redacted].

### **6. GOVERNANCE:**

- a. Board Assurance Framework & Institutional Risk Register - there have only been minor changes to the Board Assurance Framework. The Risk Register is now slimmer and more focussed, and this was welcomed by the committee. [This section contains commercially sensitive information and has been redacted].
- b. Regulatory and Statutory Returns – [This section contains commercially sensitive information and has been redacted].
- c. [This section contains commercially sensitive information and has been redacted].

### **7. ITEMS FOR INFORMATION ONLY:**

- a. External Audit Arrangements for FY2025 – the work by the auditors is ongoing. [This section contains commercially sensitive information and has been redacted].
- b. OIA Annual Statement 2024/25 – this was accepted by the committee.
- c. Indicative Work Schedules for subcommittees – these were accepted by the



committee.

- d. Minutes of subcommittees:
  - i. Finance Committee
  - ii. Academic Board
  - iii. Operations Team

These were all accepted by the Board of Directors. It was noted that some of the text related to the Finance Committee on paper 7d was missing due to a printing error.

**8. AOB**

None.

**9. ITEMS FOR FUTURE DISCUSSION:**

- a. Strategic plan renewal
- b. Cyber security report (carried over from ARAC)
- c. Presentation on degree apprenticeships by CR
- d. Presentation on marketing strategy by KW
- e. This section contains commercially sensitive information and has been redacted.

**10. DATE OF NEXT MEETING:**

- Tuesday 4<sup>th</sup> November 2025 at 10.00am. An additional meeting via email exchange is to be arranged before that date.