

Solent University

BOARD OF GOVERNORS

Minutes of the meeting of the Board of Governors held on
Wednesday 8 May 2024 at 17:00hrs in Silver Birch Suite, Spark Building

- Present Winston Alla, Student Governor
 Stephen Bolton, Independent Governor and Vice Chair
 Phil Cotton, Independent Governor and Chair of the Board
 Philip de Klerk, Independent Governor (via Teams) up to Min 24/40
 Nigel Duncan OBE, Independent Governor (via Teams)
 Dr Francesca Gwynne, Staff Governor (Academic)
 Neil Hayward, Independent Governor
 Don Iro, Independent Governor
 Professor James Knowles, Vice Chancellor
 Sharath Ranjan, Independent Governor (via Teams)
 Noreen Biddle Shah, Independent Governor (via Teams) up to Min 24/28
 Beth Topazio, Staff Governor (Professional Services)
 Philip Wake OBE, Independent Governor
- In attendance Andrew Bird, Chief Marketing Officer
 Jim Irving, Pro Vice-Chancellor Students & Governance
 Helen Jones, Chief People & Culture Officer
 Eran Kochlany, Chief Financial & Operating Officer
 Bridget Woolven, Clerk to the Governors

24/22 Welcome and Apologies

- i. At the start of the meeting, the Board voted unanimously to approve the appointment of Beth Topazio as Staff Governor (Professional Services) and Beth was welcomed into the meeting.
- ii. Apologies had been received from Jennifer Glastonbury, Mohandas Jeyakumar, Professor Dame Julie Lydon and Lisa-Jane Risk.
- iii. Councillor Alexander Winning was absent.
- iv. The meeting was quorate throughout.

24/23 Conflict of Interests

- i. There were no conflicts of interest.

24/24 Minutes of the meeting held on 6 March 2024

Confidential Unreserved

- i. Approved.

24/25 Matters Arising

**Paper 24/BG/12
Confidential Unreserved**

PART 1:

24/26	Chair's Report Presented by Phil Cotton, Chair of the Board	Oral Report Confidential Unreserved
24/27	Vice-Chancellor's Report Presented by Professor James Knowles	Paper 24/BG/13 Confidential Unreserved
24/28	Finance & Resources Committee Chair's Report Presented by Stephen Bolton, Committee Chair	Oral Report Confidential Unreserved
<i>(Noreen Biddle Shah left the meeting.)</i>		
24/29	Student Recruitment Presented by Andrew Bird, Chief Marketing Officer	Paper 24/BG/14 Confidential Unreserved
24/30	Student Fees 2025/26 Presented by Andrew Bird	Paper 24/BG/15 Confidential Unreserved
24/31	Management Accounts & Divestments Presented by Eran Kochlany, Chief Financial & Operating Officer	Paper 24/BG/16 Confidential Unreserved
24/32	Board Strategy Oversight Group Report Presented by: Neil Hayward, Group Chair	Oral Report Confidential Unreserved
24/33	Audit Committee Chair's Report Presented by: Philip de Klerk	Oral Report Confidential Unreserved
24/34	Chair Recruitment Report Presented by: Jim Irving, Pro Vice-Chancellor Students & Governance	Paper 24/BG/17 Confidential Unreserved
24/35	Board Vacancies & Recruitment Presented by: Jim Irving	Paper 24/BG/18 Confidential Unreserved
24/36	Governors' Code of Conduct Presented by Jim Irving	Paper 24/BG/19 Confidential Unreserved
24/37	Recruitment of Chancellor Presented by: Jim Irving	Paper 24/BG/20 Confidential Unreserved
24/38	People & Culture Committee Chair's Report Presented by: Sharath Ranjan	Oral Report Confidential Unreserved
24/39	Student Governor Report Presented by Winston Alla, Student Governor	Paper 24/BG/21

- i. The Board thanked Winston and noted the report.

24/40 Staff Governors' Report **Paper 24/BG/22**
Presented by Dr Francesca Gwynne & Beth Topazio

- i. The Board thanked Francesca and Beth and noted the report.

(Philip de Klerk left the meeting which remained quorate.)

24/41 Remuneration Committee Chair's Report **Oral Report**
Presented by Neil Hayward, **Confidential Unreserved**
Remuneration Committees Chair

24/42 Annual Report of Remuneration Committee **Paper 24/BG/23**
Presented by Neil Hayward, **Open**
Remuneration Committees Chair

END OF AGENDA PART 1

PART 2: FOR NOTING OR TAKEN AS APPROVED:

24/43 Standing Orders and F&R Terms of Reference **Paper 24/BG/24**
Written by: Bridget Woolven, **Open**
Clerk to the Governors

- i. The Board approved the revisions that had been recommended by Governance Committee.

24/44 Governance Effectiveness Review Progress Report **Paper 23/BG/25**
Written by: Bridget Woolven **Confidential Unreserved**

24/45 Honorary Degrees **Oral Report**
Presented by Jim Irving **Confidential Unreserved**

24/46 Academic Board Minutes 7 February 2024 **Minutes**
Confidential

24/47 Minutes of Governance Committee meeting **Minutes**
held on 19 March 2024 **Confidential**

24/48 Minutes of Audit Committee meeting **Minutes**
held on 25 March 2024 **Confidential**

24/49 Minutes of People & Culture Committee meeting **Minutes to follow**
held on 23 April 2024 **Confidential**

24/50 Minutes of Finance & Resources Committee meeting **Minutes to follow**
held on 1 May 2024 **Confidential**

24/51 Affixing of the seal

24/52 Reportable Events

Confidential

24/53 Date of next meeting:

Wednesday 24 July 2024 17:00hrs, followed by dinner on the Bridge at 19:30hrs.

24/54 Chair's Address

The meeting closed at 19.45hrs.