

## **Southampton Solent University**

### **Board of Governors**

Minutes of the meeting held on Tuesday 9 December 2025 at 17:00hrs  
In Silver Birch Suite, Spark Building, East Park Terrace, Southampton

#### **Present**

Philip de Klerk, Independent Governor  
Mohammad Galib, Student Governor  
Mike Gaston, Co-opted Governor (FE)  
Adam Golton, Independent Governor  
Dr Francesca Gwynne, Staff Governor (Academic)  
Professor James Knowles, Vice-Chancellor and Governor ex officio  
Professor Dame Julie Lydon DBE, Independent Governor  
Fay Quayle, Independent Governor  
Sharath Ranjan, Independent Governor  
Lisa-Jane Risk, Independent Governor  
Sanidhya Shetty, Student Governor  
Richard Smith, Independent Governor & Chair of Board  
Beth Topazio, Staff Governor (Professional Services)  
Professor Allan Youp OBE, Independent Governor

#### **In attendance**

Andrew Bird, Chief Marketing Officer  
Professor Cathy Barnes, Pro Vice-Chancellor Research, Academic Strategy and Planning  
Jim Irving, Pro Vice-Chancellor Students and Governance  
Eran Kochlany, Chief Financial and Operating Officer  
Helen Jones, Chief People and Culture Officer  
Bridget Woolven, Clerk to the Governors  
Jackie Labbe, Association of Higher Education Professionals (AHEP)  
Tania Deitch, Association of Higher Education Professionals (AHEP)  
Gareth Roberts, Director Digital Transformation (Min 25/119-Min 25/120)  
Joshua Whale, Chief Executive of Students' Union (Min 25/119)  
Rebecca Dodd, Mercers (Min 25/122)  
Clive Lewis, Mercers (Min 25/122)  
Tom Long, Shakespeare Martineau (Min 25/122)

#### **25/113 Welcome and Apologies**

1. The Chair welcomed Tania Deitch and Jackie Labbe of AHEP to the meeting. They would observe the meeting as part of the governance effectiveness review.
2. There were apologies from Don Iro, Alan Whitehead and Professor Sarah Jones.
3. The meeting was quorate throughout.

#### **25/114 Conflicts of Interest**

#### **25/115 Minutes 29 October 2025**

**25/116 Matters Arising & Chair's Actions**

**Paper 25/BG/60  
Confidential Unreserved**

**25/117 Chair's report**

**Oral Report  
Confidential Unreserved**

**25/118 Other urgent business**

**Oral Report  
Confidential Unreserved**

*(Joshua Whale, Chief Executive of the Students' Union and Gareth Roberts, Director of Digital Transformation joined the meeting.)*

**25/119 Students' Union Accounts 2024/25 Outturn & 2025/26 Budget**

**Paper 25/BG/68  
Open**

**Decision**

1. The Board noted the summary of Solent Students' Union financial performance and audit for the year ending 31 July 2025.

**25/120 Cyber Security report**

**Oral Report & Presentation  
Confidential Unreserved**

*(Joshua Whale and Gareth Roberts left the meeting.)*

**Strategic Discussion Matters**

*(Rebecca Dodd, Clive Lewis and Tom Long joined the meeting.)*

**25/121 Vice-Chancellor's report**

**Paper 25/BG/61  
Confidential Unreserved**

**25/122 Pensions Strategy**

**Paper 25/BG/63a  
Confidential Reserved**

*(Rebecca Dodd, Clive Lewis and Tom Long left the meeting.)*

**25/123 3 Year Strategic Plan 1 progress report**

**Paper 25/BG/62  
Confidential Unreserved**

**Performance Matters**

**25/124 Draft Annual Financial Statements (AFS) & External Auditors' report**

**Paper 25/BG/63b  
Confidential Unreserved**

**25/125 Annual Financial Return (AFR)**

**Paper 25/BG/64  
Confidential Unreserved**

**25/126 Audit Committee Chair's report**

**Oral Report  
Confidential Unreserved**

**25/127 Audit Committee's report to BoG 2024/25**

**Paper 25/BG/65  
Confidential Unreserved**

**25/128 Recruitment, Enrolment and Apprenticeships report**

**Paper 25/BG/66  
Confidential Unreserved**

**25/129 Management Accounts**

**Paper 25/BG/67  
Confidential Unreserved**

**25/130 Debt and Covenants update**

**Oral Report  
Confidential Unreserved**

**25/131 Finance & Resources Committee Chair's report**

**Oral Report  
Confidential Unreserved**

**25/132 Health & Safety annual report**

**Paper 25/BG/69  
Open**

1. The Board received the report covering the period from 1st August 2024 to 31<sup>st</sup> July 2025 which outlined key governance, compliance, and performance indicators across the institution.

**In discussion**

2. The Warsash Maritime School (WMS) had the highest percentage of accidents due the nature of the training undertaken and the equipment used e.g. firefighting etc. It was noted however that WMS also has the most robust policies and that it had a representative on the Health and Safety Committee.
3. It was noted that the Health and Safety Manager would be happy to update the Board if requested.
4. In respect of cases of work-related stress, it was explained that the Equality and Wellbeing Committee monitored these and reported to Health & Safety Committee and that staff were able to report directly to the Health and Safety team instead of their manager.
5. The University had a policy on recommended actions to be taken by staff in the event of a terrorist attack on campus however it was a challenge to ensure that staff were aware of the policy.
6. It was noted that the largest category of accident type was 'other' and therefore required more investigation to break down the causes.

**Decision**

7. The Board noted that there was a good reporting culture and noted the report.

**Student and Academic**

**25/133 Quality and Academic Standards Annual Assurance Report**

**Paper 25/BG/70  
Open**

1. For the academic year 2024/25, the paper indicated that standards remained secure, that students received a high-quality academic experience, and that the University remained cognisant of the relevant conditions of registration and in particular the 'B Conditions'.

**In discussion**

2. The Board was assured of the unlikely repeat of the reportable event with the Nursing and Midwifery Council and noted that a PSRB sub-group had been introduced to report to Education Committee.

3. Internally the matter had been resolved via a new management structure including a Dean who was a trained nurse.
4. The Board sought additional confirmation of the mechanisms by which it could be assured of the standards of awards made by the University. The existing mechanisms, including the use of external examination, were noted, but it was agreed to review the presentation of this assurance in future Quality and Academic Standards assurance reports.

#### **Action**

5. **The Pro Vice-Chancellor Students and Governance would work with the Academic Registrar to review the presentation of assurance on the University's adherence to sector-recognised standards to make explicit the consideration through the academic assurance framework.**

#### **Decision**

6. The Board noted the report.

#### **25/134 Office for Students condition B3: student outcomes 2025**

**Paper 25/BG/71  
Open**

#### **Decision**

1. The Board noted the report.

#### **25/135 Academic Board Chair's report**

**Oral report  
Restricted**

#### **People and Culture**

#### **25/136 Staff Governors' report**

**Paper 25/BG/72  
Restricted**

#### **25/137 Student Governors' report**

**Paper 25/BG/73  
Restricted**

#### **25/138 People & Culture Committee Chair's report**

**Oral Report  
Confidential Unreserved**

#### **25/139 Annual Remuneration Report to Board of Governors**

**Paper 25/BG/74  
Confidential Unreserved**

#### **25/140 Employment Tribunals – annual report**

**Paper 25/BG/75  
Confidential Unreserved**

#### **25/141 Remuneration Committees Chair's report**

**Oral Report  
Confidential Unreserved**

#### **Governance Matters**

#### **25/142 Board of Governors recruitment for 2025/26**

**Paper 25/BG/76  
Confidential Unreserved**

**End of Part 1**

**Agenda Part 2**

The following items were taken as approved:

**25/143 Prevent annual report** **Paper 25/BG/77**  
**Confidential Unreserved**

**25/144 Value for Money (VfM) annual report** **Paper 25/BG/78**  
**Confidential Unreserved**

Approved.

**25/145 Modern Slavery Act Statement** **Paper 25/BG/79**  
**Restricted**

Approved.

**25/146 Standing orders of the Board and its Committees** **Paper 25/BG/80**  
**Open**

**Decision**

1. The Board, on the recommendation of Governance Committee:
  - a. approved the revised standing orders of the Board and its Committees;

**25/147 Membership of the Board and its Committees** **Paper 25/BG/81**  
**Confidential Unreserved**

**Items for Update**

**25/148 Consumer contract legislation annual compliance report** **Paper 25/BG/82**  
**Restricted**

**25/149 Conditions of registration annual compliance report** **Paper 25/BG/83**  
**Restricted**

**25/150 Student Protection Plan annual review** **Paper 25/BG/84**  
**Open**

**Decision**

1. The Board noted the plan prior to its submission to the Office for Students.

**25/151 Research and Innovation annual report** **Paper 25/BG/85**  
**Confidential Unreserved**

**25/152 Governance Committee 4 November 2025** **Minutes**  
**Confidential Unreserved**

Noted.

**25/153 People & Culture Committee 13 November 2025** **Minutes**  
**Confidential Unreserved**

Noted.

**25/154 Academic Board 19 November 2025** **Minutes to follow**  
**Confidential Unreserved**

Noted.

**25/155 Finance & Resources Committee 26 November 2025** **Minutes**  
**Confidential Unreserved**

Noted.

**25/156 Audit Committee 25 November 2024 & Risk Register**

**Minutes to follow  
Confidential Unreserved**

Noted.

**25/157 Affixing of the seal**

**Confidential Unreserved**

**25/158 Reportable events**

**Confidential Unreserved**

**25/159 Extension of the Revolving Credit Facility**

**Paper 25/BG/86  
Confidential Unreserved**

**25/160 Next meetings in 2025/26**

Wednesday 4 March 2026 at 17:00hrs – Silver Birch Suite, Spark Building

Tuesday 5 May 2025 at 17:00hrs – Silver Birch Suite, Spark Building

Tuesday 28 July 2025 at 17:00hrs - Silver Birch Suite, Spark Building

**All of the above will be preceded by a pre-meeting of members.**

The meeting closed at 19.55 hrs.