



BUCKINGHAMSHIRE
NEW UNIVERSITY
EST. 1891

COUNCIL (BUSINESS MEETING)

Open Minutes of the meeting held on 8 July 2025 in the Mezzanine Boardroom, High Wycombe

Present:

- Maggie Galliers (Independent [Chair of Council])
- Karen Satterford (Co-opted member [Deputy Chair of Council and Chair of Governance, Staff Reward and Vice-Chancellor's Remuneration Committees]);
- Professor Damien Page (Vice-Chancellor);
- Brian Lewis (Independent [Chair of Audit Committee]);
- Dr Annet Gamell (Independent [Chair of Student Experience Committee]) – attended virtually
- Shaun Crawford (Independent [Chair of Resources Committee]);
- Sadie Groom (Independent [Chair of Missenden Abbey Board]);
- Marek Pruszevicz (Independent);
- Jackie Westaway (Independent) – attended virtually;
- Francine Goodrich (Independent)
- Dr Russel Stone (Senate Representative);
- Ze'ev Portner (Academic Representative);
- Peter Robinson (PSE Representative);
- Jean Marc Amagoua (Students' Union President);
- Joy Dellah-Gu (Student Co-opted Member)

In attendance

- Trevor Gabriele (Chief Finance Officer);
- Louise Harvey (Chief Impact Officer (Chief of Staff))
- Rachael Cornwall (Chief People Officer)
- Dr Emma Tomsett (Clerk to Council and Head of Governance and Compliance)
- Professor Sarah Williams (Pro Vice-Chancellor (External Collaborations) – Partnerships item only
- Ashley Church (Director of Strategy, Transformation and Futures) – Strategy and Risk items only
- Sandy Gill (Head of Transformation) – Risk item only
- Claire O'Callaghan (Resolutions Manager) – Student Conduct Procedure item only

Apologies

- Andy Cole (Independent);
- Justin Sullivan (Independent)
- Adam Honor (Independent)

Welcome / Apologies

25.236 The Chair welcomed members to the meeting and noted that it was the Student Member's, Senate Representative's and the Academic Member's last meeting. Senate Representative Dr Kevin Campbell-

Karn, who had left Senate due to a change in roles and so was no longer a member of Council, was thanked in absentia for his contributions to Council. A warm welcome was extended to the Students' Union President who was attending his first meeting.

- 25.237 The Chair noted that the agenda was extremely busy, and the pack of papers was large. Due to the current situation with partners, Council had been given a large amount of information and papers to ensure nothing was hidden, but the University Strategy Group would welcome a steer on where things could be streamlined. It was the right approach for the current meeting, but not sustainable so Council would need to provide direction.

Declaration of conflicts of interest

- 25.238 The Academic Representative declared a conflict of interest in relation to the exit plan for *[redacted: commercially sensitive information]* as a member of the School of Business and Law.

Minutes of the previous meeting

- 25.239 The Open Minutes of the meeting on 20 May 2025 were approved as an accurate record of the meeting without amendment.
- 25.240 The Chair of the Student Experience Committee queried if a suggestion that the Audit Chair would meet separately with the internal auditors should be added to the minutes. The Chair commented that she believed this had actually been raised at the Council Chairs meeting. The Chair of Audit Committee advised that it had been agreed at Audit Committee that he would meet with the auditors.
- 25.241 Another member queried if the previous internal audits on partnerships had been reconsidered by Audit Committee as requested in the meeting on 31 March 2025. Council was advised that these had been circulated to the Audit Committee by email as part of the Committee's reserved business. The Chair of Audit Committee confirmed he was content with the actions taken in relation to the audits.
- 25.242 The Open Minutes of the extraordinary meeting on 28 May were approved as an accurate record of the meeting subject to the correction that the Clerk to Council had not been in attendance but had sent apologies and to the inclusion of amendments requested by Independent Member Andy Cole regarding his position on some of the proposed partnerships.

Action: Clerk to Council

Matters Arising / Status of Actions

- 25.243 Council noted the status of the actions as outlined on the action sheet. The following additional updates were received:
- a) 24.286: recruitment trends would be provided to Council in the autumn
 - b) 25.114: Council expressed concern that there was no satisfactory explanation about why KPMG's 2024 report and associated concerns on *[redacted: commercially sensitive information]* had not been escalated to them at the time of the report
 - c) 25.22: Council agreed this action could be closed as the Vice-Chancellor's vision was now being enacted.

Action: Clerk to Council

- 25.244 The Chair advised members that the partnership with *[redacted: commercially sensitive information]* was now ready to be considered for final Council approval as *[redacted: commercially sensitive information]* had now met all the conditions imposed by Council at its meeting on 28 May, but the Clerk to Council had only received the paper today so would circulate it for approval by correspondence. It was confirmed that the extraordinary meeting proposed to be held on 14 July was not needed.

Action: Clerk to Council

Chair's Actions

25.245 Council noted the appointment of Independent Member Shaun Crawford as Chair of Resources Committee.

Vice-Chancellor's Report

25.246 Council received the report from the Vice-Chancellor and welcomed an additional update from the Vice-Chancellor that the University had now received confirmation from United Kingdom Visas and Immigration that it had been awarded the extra 500 Confirmation of Acceptance for Studies (CAS) it had requested. This would allow the University to recruit 500 extra international students, and the Chief Finance Officer would discuss how this would impact BNU's financial position later in the meeting. The Vice-Chancellor advised Council that other issues that had previously caused much activity were now calmer and the Office for Students (OfS) was pleased with BNU's new open and transparent approach.

25.247 Council noted the University's recent successes in the WhatUni awards.

25.248 In response to queries from Council, the Vice-Chancellor commented that

- a) BNU's recruitment for September 2025 was proving robust against comparator institutions but the higher tariff institutions were still lowering their tariffs as they could not meet their international recruitment targets. BNU was undertaking a review of Marketing and Student Recruitment which would consider how to boost Home student numbers. Once the Colleges were operational, an analysis of how subject areas had performed could be provided to Council in October. The Chair commented that Council needed a global breakdown but also by College. Another member commented that the student numbers were probably the most sensitive line in the forecast; the Chair advised that the Chief Finance Officer (CFO) would discuss this later in the meeting and had added a sensitivity analysis

Action: University Strategy Group

- b) With regard to the impact of the Voluntary Severance Scheme (VSS) on the student experience, BNU had undertaken analysis from Timetabling which had revealed that there were very few academic staff had the maximum teaching load under BNU's workload model; there was capacity in teaching. The Senate Representative confirmed he was now able to make data-based decisions about VSS requests. The Chief People Officer informed Council that BNU had now had 32 applications, mostly from professional services staff. The panels determining whether to accept the applications would always consider what the impact would be on other staff and on students, and staff were also asked about this in the application form. The Chair commented that this reassured her that the Scheme was not going too far
 - c) Placements impacted recruitment because they limited the amount of offers BNU could make as BNU currently did not have enough placements for all the applicants. Application numbers were high as many of them were for Health programmes, but BNU did not have an effective in-house placement system and was not generating sufficient new placements. Health placements had been managed by the Institute of Health and Social Care, but would now be managed in the College of Health and Society, and there were plans for the placements service. BNU was also trialing placements on non-health courses including Psychology and Law.
- 25.249 Council was informed that Independent Member Francine Godrich had offered BNU some student internships in her law company. BNU also had a medium-term intention of setting up a supervised student law practice to give students experience. The Academic Member advised Council that Law students had also had some placements with the Crown Prosecution Service. The Law team was always seeking new placements. Council recognised that placements were valuable in multiple subject areas.

25.250 In response to a query about the disposal of Missenden Abbey, the CFO advised that the University had established a task and finish group that met weekly with strand leaders for Communications, Human Resources etc. Updates would be collated into a detailed report to share with the Missenden Abbey Board. There had been no negative reactions to the announcement that the Abbey would close and the Missenden Abbey Walled Garden were supportive. There had been fifteen strong expressions of interest in the Abbey from a range of businesses before the University had even gone out to market. The University Strategy Group had agreed it would consider offers as they came in: if there was an offer that was of interest it would be pursued.

Partnerships

25.251 The Chair noted that it had been right that Council received so many detailed papers at this meeting given the concerns about partnerships, but Council could not maintain this volume.

Partnerships Update

25.252 Council received an update on partnerships developments with the appended Partner Approval Conditions Log and Partnerships Risk Register. The Pro Vice-Chancellor (External Collaborations) (PVC) advised Council that the de-designation of *[redacted: commercially sensitive information]* required BNU to provide new delivery sites in Nottingham and Oxford for, as well as ensuring the genuineness of, *[redacted: commercially sensitive information]* students that continued on their programmes from 1 September. BNU was ready to sign a service level agreement with Magna Carta College (MCC) to use their Nottingham campus which would give BNU full academic control while MCC would supply the support services (catering, library, security, etc.). The University was also in the final stages of negotiating an agreement to rent some teaching space in Oxford from the University of West London.

25.253 In response to a query regarding how many *[redacted: commercially sensitive information]* students the University might need to teach, the PVC advised that students had commenced taking Secure English Language Tests (the IELTS test) but this would not be completed until 17 August. The University currently had 1,800 students registered at *[redacted: commercially sensitive information]* and the PVC felt BNU might end up with 600-700. This would negatively impact on BNU's continuation rates, and potentially impact BNU's completion rates and Graduate Outcomes. If students were proved to not be genuine students, it would have even more impact on BNU as the University would have accepted students who could not speak English to the levels required to successfully undertake higher education.. The PVC added that a significant number of students were choosing to withdraw. The Chair noted that that the University was suggesting this was a better outcome than continuing with previous arrangements which would lead to further fraud. The Vice-Chancellor commented that continuing would have created a risk that BNU would also be de-designated.

25.254 In response to further queries from the Deputy Chair of Council, who commented that she believed there was no choice but to take this approach, and other Independent Members, Council were advised by the PVC, CFO and Chief Impact Officer (Chief of Staff) that

- a) BNU would retain 55% of the fee per student instead of 20% under the partnership agreement with *[redacted: commercially sensitive information]*, but ultimately would lose money over time, although the University had always planned for this as it had intended to terminate the partnership even before the *Sunday Times* story
- b) when constructing the 2025-26 Budget the University had not known if it would be a completely outsourced arrangement so the numbers in the Budget were modelled on the worst-case scenario, but any student BNU did retain would increase its income

- c) media interest in *[redacted: commercially sensitive information]* appeared to be waning: the recent *Daily Mail* article had got no interest. There was some recent interest in local media as an *[redacted: commercially sensitive information]* student had said they were unsure about their future but the articles did not name any organisation except *[redacted: commercially sensitive information]*. The University was continuing its transparent approach with the media, and the *Times Higher Education* would be interviewing the Vice-Chancellor later in the month
- d) the *[redacted: commercially sensitive information]* student representatives were in contact with the Academic Registrar and the PVC. The Chair noted that this meant if they were dissatisfied with the service and experience they were receiving, they could raise it
- e) the arrangements for the new teaching sites were not leaseholds; they were fee-sharing agreements and once there were no more students BNU could leave the sites
- f) a combination of both BNU and transferred *[redacted: commercially sensitive information]* staff would teach the students. Some of the *[redacted: commercially sensitive information]* academic staff were very good and the University needed to provide continuity for students so was looking to TUPE them, so they would be employed by BNU and managed by BNU staff. The *[redacted: commercially sensitive information]* staff retained by BNU would be the tutors who *[redacted: commercially sensitive information]* had paid on an hourly basis who had only taught students who had attended classes, and who had not known many more students should have been present. BNU had been observing these staff for nine months as a member of BNU staff had been based there for nine months. The University would only employ *[redacted: commercially sensitive information]* staff that the BNU member recommended. BNU would not be employing any *[redacted: commercially sensitive information]* administrative staff who would have known what was happening before the de-designation.

25.255 Council approved the teaching sites in Nottingham and Oxford.

25.256 The Chair congratulated the University Strategy Group for its handling of the situation and the communications strategy.

25.257 The PVC commented that at Council's extraordinary meeting, Council had requested a partner conditions log which was now presented for information and would be reported to Council regularly. The Chair commented that Council wanted to see this log regularly, even as an appendix.

25.258 The Chair of Audit Committee commented that the Partnerships Risk Register should come to Audit Committee meetings. The Chair noted that it would still come to Council with a note that Audit Committee had reviewed it.

Action: Secretary to Audit Committee

Redacted: commercially sensitive information

25.259 The Chair noted that *[redacted: commercially sensitive information]* was one of the new partners Council had been inclined to approve at its meeting on 28 May but had set some conditions for *[redacted: commercially sensitive information]* to meet. Council had been concerned about their lack of premises, a lease and relevant insurances. The PVC assured Council that *[redacted: commercially sensitive information]* now had all of these in place and the Partnerships team had visited and confirmed it was a suitable teaching space. *[Redacted: commercially sensitive information]* had now met Council's conditions.

25.260 One member questioned how *[redacted: commercially sensitive information]* Senior Management Team (SMT) would manage the College while holding other jobs. The PVC advised that this was a new venture that the SMT had been running for a few years; if it was successful they would leave their other jobs and work for *[redacted: commercially sensitive information]* full-time from 1 September. BNU could make this a condition of the agreement if Council wished.

- 25.261 Council was also advised that *[redacted: commercially sensitive information]* had submitted an application for OfS registration, but the OfS had paused consideration of applications to register.
- 25.262 In response to further queries, the PVC advised Council that
- a) BNU would claim the monies from the Student Loan Company and then release *[redacted: commercially sensitive information]* share
 - b) *[redacted: commercially sensitive information]* would not deliver Level 5 for another two years so BNU had two years to ensure *[redacted: commercially sensitive information]* was properly prepared to progress from its current delivery of Level 4
 - c) exit strategies and termination agreements were clauses in all partner contracts. If there were problems with a partner, BNU put the partner on priority improvement planning with a dedicated staff member from BNU working with them. If they still could not approve, BNU would move to termination, and agree an exit strategy.
 - d) *[redacted: commercially sensitive information]* students would have access to the University's Students' Union and BNU's library resources although a minimal number of partner students had taken up this offer to date.
- 25.263 It was clarified that BNU had not stopped delivering the Foundation Year. They would be delivered by the Colleges, having been delivered by the Schools.
- 25.264 Council agreed that it endorsed the USG's position of only seeking high-quality partners.
- 25.265 Council approved *[redacted: commercially sensitive information]* as a new partner.

Termination agreements

- 25.266 Council received the exit strategies for the *[redacted: commercially sensitive information]* and was advised that the terminations and exit strategies were progressing with various degrees of collegiality. The University had also suspended recruitment at the *[redacted: commercially sensitive information]*. It was clarified that *[redacted: commercially sensitive information]* only offered one-year programmes while *[redacted: commercially sensitive information]* offered four-year programmes so the *[redacted: commercially sensitive information]* partnership would be completed before *[redacted: commercially sensitive information]*.
- 25.267 The Chair commended the bravery of the decision to terminate *[redacted: commercially sensitive information]* despite the financial impact as the University was not content with the partnership.
- 25.268 The PVC commented that *[redacted: commercially sensitive information]* was a smaller partner that had also been investigated by the OfS; BNU had put significant investment in place with them without much return. The University Strategy Group (USG) felt BNU could not continue with them. *[redacted: commercially sensitive information]* had been a partner since 2009 but was being terminated for operational reasons as they had been unable to embed BNU's Registry processes.
- 25.269 The Chair noted that Council received these exit strategies as terminations were a USG decision, but it was important Council understood the reasons for the terminations. Some were on the grounds of external investigations that highlighted problems that the previous University Executive Team would not have highlighted so much.
- 25.270 The Academic Member commented that he believed *[redacted: commercially sensitive information]* had fewer risk indicators than *[redacted: commercially sensitive information]*. The Vice-Chancellor advised that the evidence seen recently by the University indicated that *[redacted: commercially sensitive information]* had higher risk indicators.

Partner Quality Framework

- 25.271 Noting that Council had considered the draft Framework in some detail at its previous meeting, Council approved the Framework with immediate effect.
- 25.272 The Chair commented that her view on future papers was that Council needed 2-3 substantial pages with the remaining information provided as appendices or as links. Council did not need the detail in the exit strategies down to Assessment Board level. The Chair of Resources Committee commented that it had been very helpful to have so much information for this meeting as it gave Council confidence in the University's approach to partnerships. The Chair noted that Council needed to take it seriously but not be completely occupied by it.
- 25.273 The Chair thanked the PVC for her leadership in this area.

Financial Position Update

- 25.274 Council received the financial year (FY) 2024-25 Month 9 Year To Date Results and the FY 2024-25 Q3 Forecast. BNU's income was £60m, operating expenditure was £70m, and the trading deficit was £11.5m offset by partnership income of £4m so as of the end of April BNU was forecasting a £4m surplus. In the Income and Expenditure in the Q3 forecast, BNU reported £102m income, expenditure of £99m and projected a surplus of £3m, but these figures excluded the cost of the VSS which might reduce the surplus to a £1m-1.5m deficit.
- 25.275 The Chair of Resources Committee informed Council that Resources Committee had considered the Budget's mitigations and had been content but had requested regular reports on the mitigations. The Committee had discussed the CAS allocation, the VSS and new partnerships income, and noted that the cash in the bank was good at £40m. The Committee had reviewed the Covenants and noted that BNU was not drawing down. Providing the assumptions under the mitigations were monitored, the Committee had been reasonably comfortable with the financial position and the 2025-26 Budget.
- 25.276 In response to a query, the CFO explained that the assumed £4.7m cost of the VSS was an extrapolation based on the cost of the previous VSS. The Vice-Chancellor advised Council that the cost could not exceed £4.7m as it would detrimentally affect the business; the figure was based on the number of posts to be removed.
- 25.277 It was clarified that the final payment to former Vice-Chancellor Nick Braisby (NB) was not £1-1.5m. The Chair noted that there had been an agreement under the previous Chair of Council that NB should receive a payment at the end of 2025, and the University had paid him 6 months' notice. The Chief People Officer added that it had been agreed several years ago that NB had a deferred payment and he had been paid his contractual entitlements, but the total payment was far below £1m. The Chair noted that this had also been declared in the University's accounts for the past 3 years.

Budget for 2025-26 and four-year forecast

- 25.278 Council considered the University's budget for 2025-26 and forecast to 2029-30. The Chair noted that they had been recommended to Council by Resources Committee and the CFO had now added a sensitivity analysis.
- 25.279 The CFO informed Council that the University had submitted the likely breach of one covenant as a reportable event to the OfS, which had been welcomed by the OfS. The CFO had met with the OfS and outlined BNU's financial position; the OfS was as content as it could be and also welcomed the clarity and openness.
- 25.280 In 2024-25 the University had forecasted a surplus of £3.4m, slightly ahead of the initial budget. Partnership income had fallen by £4m-4.5m in 2024-25 and would drop by £15m in the next financial year. All *[redacted: commercially sensitive information]* income had been removed from the budget and the terminations of *[redacted: commercially sensitive information]* and *[redacted: commercially sensitive*

information] had also been removed from the forecasts to eliminate any optimism bias. Concern about risks in international recruitment had been mitigated by the receipt of the extra CAS allowance. The University had not built any of the new partnership provision into the baseline budget; it was there instead as a potential positive scenario if it succeeded. BNU would also exceed the Vice-Chancellor's aim to reduce partnership income by 50% as this income would reduce by 85%, leaving the University with a residual income of £4m.

25.281 Council was advised that if the University did not take any mitigating action after the decision to terminate *[redacted: commercially sensitive information]*, it would result in a deficit of £19m by 2029-30. The University had accordingly built in two mitigations: growth of international students by 700 by 2028-29, which BNU would be able to deliver with its increased CAS allocation, and the VSS which would deliver £6.7m recurrent savings predicated on 100 posts being removed, including some through the current review of directorates. The CFO commented that this was a positive trajectory that would return BNU to 2021-22 staff levels, the pre-partnership expansion levels.

25.282 If all of the mitigation was achieved, the surplus would become a £1-1.2m deficit. The Budget for next year forecast a deficit of £2.7m which declined back to breakeven by 2029-30, predicated on international recruitment growth and the VSS being held over the next 4-5 years. The University would still be able to invest in the Colleges, its estate and IT as well as build a budget pot to replace the student record system and retain cash of about £40m. The CFO believed this would leave BNU in a positive financial position.

25.283 In responses to queries, the CFO and Vice-Chancellor clarified that

- a) there were potential political barriers to international recruitment outside the University's control including government policy as outlined in the recent White Paper and proposal of levies on fees. The CFO felt BNU was starting from a strong position as it was only trying to recruit 1500 International Students, not 4,000-5,000 as other providers needed to; BNU would just need to provide the appropriate support services
- b) BNU still needed to recruit the additional international students so had not yet mitigated the removal of the partnership income but now had the chance to mitigate it
- c) the surge in applications for 2025-26 year was largely from international applicants so the University could be more selective in its recruitment as the government had raised the requirements. BNU would particularly target its January and April 2026 entry points because all providers were competitive for September but less competitive for January and April. Other providers had had their CAS allocations reduced as they had not met their targets
- d) the Budget assumed Home recruitment was flat but there were no red flags on full-time Home recruitment for September 2025 and the CFO had derisked the budget assumption to approximately 1,300 students. BNU usually recruited 1,100 students through UCAS and then another 300 through Clearing.

25.284 The Chair noted that the University was down on its accepts but up on its continuation rate.

25.285 One member commented that flat Home recruitment seemed optimistic based upon the current numbers, but it was still a reasonable assumption.

25.286 The Chair offered a vote of thanks to the USG and the CFO to steering BNU to the point where it was now acting with integrity around its partnerships and appeared to be charting a course that would not destabilise the University. It was unsurprising that the OfS was pleased, but they would be scrutinising the University for the next 2 years which was not necessarily a bad outcome.

25.287 Council approved the Budget and forecast.

Student Conduct Procedure

- 25.288 Council considered the new *Student Conduct Procedure* which would replace the current *Student Code of Conduct* from 1 August 2025. The Chair noted that the *Procedure* had been through considerable internal scrutiny.
- 25.289 The Resolutions Manager (RM) advised Council that the *Procedure* had been considered by stakeholder groups and Senate, but Council was required to give final approval. Council had received an update on the OfS E6 Condition of Registration and BNU's preparations to comply with it in May, but since then BNU had taken the student training in-house, developed by the People Directorate, as the original provider had ceased trading; it would be beneficial in the long term for BNU to own and develop the training. The *Procedure* complemented and was aligned with BNU's new *Student Prevention of Harassment and Sexual Misconduct Policy*. The *Procedure* aligned with the E6 Condition and BNU would now be taking more central control of investigating incidents of harassment and sexual misconduct to ensure consistency of approach to investigations. There were clearer reporting routes, more use would be made of Report and Support and the University had also strengthened its governance in this area by setting up panels.
- 25.290 In response to queries from Council, the RM clarified that
- partner students would be able to access BNU's student training. The *Procedure* did change how BNU dealt with partner sexual misconduct cases as they would be referred directly to BNU for investigation. Partner students would also be able to report incidents directly to BNU which it was hoped would create more openness around harassment and sexual misconduct. Partners would be expected to amend their processes to align with the *Procedure*
 - since the pandemic the sector had seen a small rise in sexual misconduct cases in particular although BNU had a low level of incidents which were primarily resolved through Early Resolution by academic staff. BNU expected to see an increase in the number of reported cases after 1 August
 - BNU would have a single comprehensive source of information (SSOI) – a webpage - for students on its website that would make students aware of the *Procedure*, but it would also be one of the policies students were told about when they joined BNU. The SSOI would make it easier for students to access the advice, the policies, and what they could do if they experienced incidents of harassment or sexual misconduct. The new *Procedure* also contained information about reasonable adjustments and what to do about matters not covered by the *Procedure*.
- 25.291 Council approved the *Student Conduct Procedure* to take effect from 1 August 2025.

University Strategy

- 25.292 Council considered a paper positioning the University's new strategy. The Vice-Chancellor informed Council that a strategy should be about solving problems so BNU would be taking a different approach to its next strategy to ensure it was meaningful and drove work, but it would also be structured around personas, segmentation and the needs of BNU's different student groups. More consultation would commence in the autumn: in September the University would hold development meetings with stakeholders as well as holding a full development session at Council's October meeting. The USG would then produce a draft, seek more feedback and launch the final strategy in March 2026 to come into effect from September 2026. The Chair commented that Council would also be able to help with its development at its February 2026 Away Day meeting.
- 25.293 The Director of Strategy, Transformation and Futures outlined BNU's approach to segmentation which was focused on demographic and geographic segmentation using its data on student age, gender, ethnicity, religion and disability as well external data. Segmentation enabled BNU to understand who its most prevalent students were, their shared commonalities, what types of students BNU appealed to, and why

and where there were recruitment gaps. It would also enable BNU to personalise its student services, estate, pedagogy, IT and more. The USG had considered and endorsed a proof of concept which outlined that BNU currently had 10 separate groups of students including:

- a) the largest emerging group was international students from Asia, mostly male mature students studying Business, who now constituted one in five of the student population. One in four students at BNU was now international so BNU needed to identify how it could best support them
- b) the second largest group was mature female students of global majority ethnicity from Index of Multiple Deprivation quintiles 1 and 2 living in north-west London, who were more likely to be parents and working to supplement the costs of studying BNU's health programmes, often at Uxbridge
- c) the third segment was weekend delivery students, who were 12.2% of BNU's total current population, and who were mostly mature with very few having formal qualifications. They did not live around High Wycombe, were employed, and were typically white Romanian males
- d) the University had also segmented the new Colleges' populations which could inform BNU's marketing campaigns. The College of Health and Society (H&S) mostly consisted of mature students from deprived areas who identified as being from a Global Majority racial heritage and were likely to be in employment. Students in the College of Leadership and Innovation were mostly male, mature and from a Global Majority heritage, but were younger than students in H&S, less likely to be employed, and were international. The College of Creative Arts, Technology and Engineering was a mix of male and female students, mostly school leavers who were more likely to have A Levels, were mostly white and from less deprived backgrounds, but had more known disabilities, which could inform BNU's intervention strategies.

25.294 The University had developed personas for these groups in the proof of concept as it wanted to identify the gaps in its student population as well as its current students. One persona was for a mature female student based in Vietnam who was accessing UK Higher Education through online delivery due to increasing costs. Many Vietnamese had a desire for UK-based education, and they could become a new student group.

25.295 Segmentation had also revealed opportunities for BNU. BNU's International population was growing rapidly but was behind the sector. 16% of all UK Higher Education students were studying online programmes; BNU would undertake a full market analysis and begin piloting suites of MBA programmes. BNU outperformed the sector in attracting students from the Global Majority, while students from white backgrounds were decreasing. Disparity in levels of student wealth had increased since 2019; BNU would need to consider its approach to timetabling, its estate, accessibility, grants, marketing and outreach.

25.296 Council was asked to comment upon whether it agreed segmentation was the right approach to developing the strategy and advise if members had expertise that could support this process. Council agreed segmentation was the right approach, but commented that

- a) it would be beneficial to consider data from past students to identify success criteria and understand which courses were the most valuable and should be prioritised for the future
- b) it would be helpful for Council to see a heatmap of where students were from in Southeast Asia and whether they were from a region or a town, which could then help BNU focus its marketing. The Director of Strategy advised that BNU already had a heatmap which would be shared with Council

Action: Director of Strategy, Transformation and Futures / Clerk to Council

- c) the focus should not just be on current students but on which students BNU did not recruit and where BNU wanted to be in 5-10 years, which might include recruiting more school leavers. A blend of student groups seemed right

- d) segmentation should be repeated regularly, and include more personas if possible
 - e) the University should also consider students' extracurricular interests (hobbies, sports)
 - f) it should not be too internally focused
 - g) one member commented that BNU should consider the demographics of where people wanted to study, and that High Wycombe might not be the most attractive location. As a result of the segmentation work BNU might run different courses at Uxbridge or might need to find a campus in London.
- 25.297 The Deputy Chair queried if BNU was assessing the job market and looking at new careers that might emerge in the future. The Vice-Chancellor commented that the work done so far informed BNU that it faced some of the most significant challenges in relation to Graduate Outcomes as the job market discriminated against mature students, students from the Global Majority and students with disabilities. BNU would have to provide a very different employment / careers service.
- 25.298 The Vice-Chancellor commented that the strategy would focus on how BNU supported its students, noting that private companies did this particularly well. The University needed to think about how it could create a feeling of 'home' in everything it did, based on foundational excellence.
- 25.299 In response to one member who queried if segmentation was the right approach and if BNU could recruit local students as well, the Vice-Chancellor commented that BNU's recruitment approach in the past had been opportunistic, but segmentation would enable BNU to become more intentional about its recruitment, and to tailor its services, marketing, and outreach, for example by accessing a new online market. The Director of Strategy added that BNU had commissioned a brand agency to consider external data to enable BNU to identify the market gaps it could move into, and the agency would be reporting back at the end of July. The USG did not want to focus only on gender, age and ethnicity as there would be other data that should be considered. The University needed to consider how it engaged with some of its student segments internally and externally and also challenge the assumptions staff held.
- 25.300 The Chair advised caution around the online market as it was dominated by the Open University (OU). The Vice Chancellor noted that it cost £2m to develop a course at the OU, but BNU could develop programmes much quicker and at a fraction of the cost and would focus on recruiting professionals.

Students' Union (SU) President's Report

- 25.301 Council received the report from the SU President who highlighted that the new Sabbatical Officers had now commenced their terms of office and had clear priorities for their term, but had also had some concerns passed over to them from current students and the previous Sabbatical Officers, including students' English language proficiency, placements, timetabling for Foundation Year students and the academic integrity process.
- 25.302 The Chair congratulated the SU on the very positive results in the membership survey. Placements had been highlighted earlier in the meeting and Council understood this was important. There was concern over the length of time the academic integrity (misconduct) process took.
- 25.303 The Chair of the Student Experience Committee confirmed that the Committee had discussed the concerns around the academic misconduct process, and the University had confirmed this would be reviewed. The Committee would monitor this on Council's behalf.
- 25.304 The President clarified that comments from students about their safety related to the walk to campus from accommodation and back again, and to the walk after events at the SU. The SU Vice-President (Education and Welfare (High Wycombe)) was aiming to collaborate with local external supporters to ensure students were safe.

- 25.305 In response to a query about student accommodation, the Vice-Chancellor advised that there was some commercial sensitivity, but the University was hoping to gain another 150 beds by acquiring Thame House, which was a block of flats. Developments at the Hughenden Student Village site would be brought back to Council in the autumn. The Chair noted that a previous SU President had raised this 2 years ago; the University had taken some action to address it last year and Thame House might help further, but BNU might need to look at this in a longer-term way.
- 25.306 The President highlighted student concerns about Wi-Fi not being up to standard in communal areas. Council was assured that the Chief Information Officer was ensuring this was addressed.

Degree Outcomes Statement

- 25.307 Council considered the Degree Outcome Statement for 2024-25. The Chair of Council noted it highlighted the disparity between BNU-taught and partner-taught student outcomes, but it was hoped that this would diminish with the new approach to partnerships.
- 25.308 Council approved the Statement.

BNU's New Approach to Risk

- 25.309 Council considered the University's new Risk Framework. The Head of Transformation advised that the Framework provided clarity around risk governance and enabled risk to be more proactively managed around the institution. Under the previous approach, there had been some risk mismanagement and mitigations had not been proactively managed. Under the new Framework, there would be four risk registers, two of which Council would see. Audit Committee would consider the Strategic Risk Register (SRR) and the Specialist Risk Register at every meeting. The Framework also outlined new refreshed risk areas. The USG would review the likelihood of a strategic risk occurring monthly, which would be reported into Audit Committee with mitigations. If Council endorsed the new Framework, the University would update its Risk Policy and implement the new approach with training for staff.
- 25.310 The Chair noted that Council would approve the approach, but it would be operationally managed by the University and Audit Committee. The Clerk to Council confirmed that an annual report on risk would be presented to Council.
- 25.311 The Chair of Audit Committee advised Council that he had worked with the Head of Transformation on the new approach and had much more confidence in this than the previous SRR, which he had not been able to understand.
- 25.312 Council approved the Framework, noting that Audit Committee would take this forward.

OfS Ongoing Conditions of Registration including Reportable Events: Compliance Monitoring (Annual Report) (2024/25)

- 25.313 Council noted the Annual Report on the University's assessment of its compliance with the OfS Conditions of Registration based on its risk assessments and reportable events submitted to the OfS by BNU in 2024-25. The Clerk to Council and Head of Governance and Compliance highlighted that Council were responsible for ensuring the University's compliance with the Conditions of Registration, but noted that the OfS would decide as the regulator if BNU was compliant or not. In response to feedback from Audit Committee, the report separated the compliance assessments for BNU versus its partners for the B Conditions.

25.314 The Chair commented that Council needed the information about reportable events, but asked if Council wanted all the detail provided in the commentary, which the Clerk needed for her job internally, or if it would rather just have the reportable events.

25.315 The Chair commented that she would have preferred a shorter paper with the table of Conditions provided as a link instead which would shorten the paper pack. The Clerk confirmed that this could be trialed for future reports.

Action: Clerk to Council and Head of Governance and Compliance

25.316 The Chair noted that Council could not receive packs of over 400 pages regularly, so it was a case of trying to identify how to shorten the packs.

Audit Committee Update

25.317 Council received the Chair's Summary without comment.

25.318 Council considered the Financial Regulations. The CFO confirmed that no major amendments had been made in 2024-25 but changes would be made in 2025-26 to reflect the restructure from Schools to Colleges. The Chair noted that this might affect the delegated authority limits. Council approved the Financial Regulations with the note that the University would update them in 2025-26.

Action: Chief Finance Officer

25.319 Council approved the University commencing a tendering process for its internal audit service as recommended by the Committee.

Governance Committee Update

25.320 Council received the Chair's Summary without comment.

25.321 The Chair noted that having considered staff feedback, there seemed to be widespread support for Council equalizing the number of Academic Members and Professional Services Members of Council to two each, but keeping the process whereby staff members of Council were elected. Council passed a Written Resolution to amend the University's *Instrument of Government* and *Articles of Government* as follows with effect from 8 July 2025:

- a) to reduce the number of Senate Representatives on Council from two to one
- b) to increase the number of non-academic members of Council from one to two
- c) to delete the provision that the Privy Council must approve amendments to the University's governing documents.

25.322 Council approved the *Procedure for Complaints about University Governors* without comment.

Resources Committee Update

25.323 Council received the Chair's Summary without comment.

25.324 Council approved the Annual Treasury Management Report without comment.

Student Experience Committee Update

25.325 Council received the Chair's Summary without comment.

25.326 The Chair of the Committee informed Council that the Committee had held an extraordinary meeting on 3 July to approve the SU Block Grant. The Committee had noted that Resources Committee had already agreed the funding, so Student Experience Committee was not really approving the Grant but how the SU was going to spend it. The Committee had agreed the Grant.

Starred items

25.327 Council received the following starred items without comment:

- a) Minutes of the meeting of Senate on 11 June 2025
- b) Minutes of the meeting of Research and Enterprise Committee on 22 May 2025
- c) A report on the use of the University Seal and Coat of Arms since Council's last meeting
- d) Minutes from the meetings of Audit Committee (17 June 2025); Governance Committee (10 June 2025); Resources Committee (23 June 2025); and Student Experience Committee (3 June 2025).

25.328 These items would have been discussed if comments had been received by the Chair or Clerk to Council before the meeting; no comments had been received.

Date of the next meeting

25.329 The date of the next meeting was confirmed as 7 October 2025.

25.330 The Chair asked members to consider if they would prefer a three-hour meeting with a break in the middle or to continue with 2.5 hours. The Clerk to Council would circulate a note to gauge members' opinions. Members were encouraged to submit their honest opinions.

Action: Clerk to Council

25.331 The Chair thanked the Student Member, Senate Representative and the Academic Member for their service on Council. The Student Member had made some very thoughtful comments during her term of office. The Academic Member had served on Council for four years and had done all that was possible to present staff views to Council and had always reminded Council of the importance of serving BNU's students well. The Senate Representative had served 2 years as Senate Representative and the Chair had been very grateful to have him as a member through some turbulent years. The Chair was particularly grateful for his role in the appointment of the new Vice-Chancellor, which was proving to be an excellent appointment. A card expressing Council's thanks would be sent to the other former Senate Representative.

25.332 The Academic Member paid tribute to the Chair for always allowing free and fair debate. Council needed to be fair and do the best for the University, and the Member thanked Council for the work it had done. He wished Council all the best for the future and encouraged Independent Members to support the new Academic Member as inevitably on some issues they would take a different view from the USG. The Member wished all Council members luck, wisdom on decision making, and wished Council and the University all the best.