Quality Assurance Agency for Higher Education

Meeting of the Board of Directors

17 June 2026, online

Present

Board Members

Christian Brodie (Chair)
Jimena Alamo
Nicky Callow
Caroline Carter
Fazal Dad
Phil Deans
Alex Fraser
Moira Fischbacher-Smith
Rachid Hourizi
Odette Hutchinson
Lucy Jones
Richard Khaldi
Mirjam Plantinga
Dani Saghafi
Alex Stanley
Peter Vermeulen

Officers

Karl Leydecker (Interim Chief Executive)
Caroline Blackburn (Chief Operating and Finance Officer)
Rob Stroud (Executive Director of Quality Assurance and Enhancement)
Tom Yates (Executive Director of Corporate Affairs)
Eve Alcock (Interim Executive Director of External Affairs)
Rachel Hill-Kelly (Assistant Company Secretary)

Welcome, apologies and Chair's opening remarks (Item 1)

1. Christian Brodie welcomed Board members to the meeting. Sara Drake was joining to present the findings of QAA's external governance review. Apologies had been received from Nic Beech. It was Alex Stanley's last meeting, and the Chair thanked him for his service on the Board. The Chair welcomed Karl Leydecker and Eve Alcock to the meeting in their new roles.

Quorum and interests (Item 2)

2. The meeting was declared quorate. No further declarations of interest had been received.

Minutes of the meeting held on 11 March 2026 and matters arising from the minutes (Item 3, BD-25-26-37)

3. The minutes were **approved** as an accurate record.

Chief Executive's report and report of policy developments and interactions with funders and regulators in the UK nations (Item 4, BD-25-26-38)

4. KL presented the report, providing context on developments across the agency, including reflections on staffing.

5. KL reported positive engagement with funders across the devolved nations. [redacted] The Scottish Funding Council (SFC) was keen that QAA maintain its focus on the tertiary approach [redacted]; feedback suggested that this was bedding in well. Moira Fischbacher-Smith thanked KL for his early engagement with the SFC. [redacted] Early engagement around the new TQER method was positive.

6. Engagement with Medr in Wales was productive, with sector engagement yielding positive results. Funding discussions in Northern Ireland remained in hiatus due to the delay in unblocking the budget for the Northern Ireland Executive as a whole.

7. [redacted] The franchising report published on the day of the meeting illustrated QAA's proactive work to address media concerns in the sector. Other priorities that had been discussed included UUK's transformation and efficiency work [redacted], PSRBs' priorities, and strengthening QAA's relationship with Advance HE.

8. KL expressed appreciation for the richness and depth of QAA's work. He highlighted that the transnational education (TNE) scheme had been endorsed across all four nations, that membership renewal was progressing well, with the whole agency engaged, and that QAA had agreed to take on the secretariat of the Quality Council. He noted the positive working relations across the Executive team and with staff, commenting that while conditions remained challenging, the collaborative spirit within the agency was strong.

9. Work was continuing to reflect on the 2024 restructure [redacted]

10. KL and EA outlined plans for a dedicated Sector Engagement team. The team would aim to co-ordinate strategic engagement with members, channel intelligence to inform programming, and help members to maximise the value of QAA's offer. [redacted]

11. The Board discussed the importance of sector engagement being led at the right level within QAA, querying whether it should be a dedicated team function or an Executive responsibility. The Board noted the value of QAA's convening power and the importance of ensuring that engagement was meaningful and targeted rather than being measured solely by volume. [redacted].

12. [redacted]

13. The Sector Engagement team proposals would be developed further at the Executive away day and key performance indicators would be established to measure impact. The Board noted that metrics for success around engagement needed to be clear for the team. It flagged diminished staff resource in key areas that engaged with QAA, so the emphasis needed to be on impact, not volume. [redacted] QAA needed to be seen as an efficiency in the system by providing thought leadership on key issues. In the nations, the emphasis would be on tools and resources to support efficiencies for

quality assurance teams.

14. [redacted]

15. [redacted]

15. The Executive team confirmed that any changes under consideration constituted targeted adjustments, not a major restructure, but would be subject to consultation. There was no restructure item on the Board meeting agenda. [redacted]

Summary of feedback from QAA colleagues and action plan (Item 5, BD-25-26-39)

16. KL reported on the outcomes of his engagement with colleagues in the agency. The Board paper setting out feedback and a proposed action plan had been shared with the agency, and staff had been invited to comment. The Board noted that the positives identified were genuinely encouraging, highlighting QAA's culture, the energy of its people, and the effectiveness of the agency as a remote organisation.

17. The plan would benefit from clearer near-term priorities, with specific actions to be completed within a defined three-month window. The language of "continuing to" risked conveying that issues had already been addressed, rather than signalling responsive action.

18. A question was raised regarding the awareness among Quality Managers across the agency of the scale of change in the external environment. KL confirmed this was partly the rationale for the proposed Sector Engagement team, to ensure that all aspects of the business stayed ahead of the pace of change in the sector.

Nicky Callow and Phil Deans joined the meeting.

Quarterly KPI performance and finance monitoring report (Q3) (Item 6, BD-25-26-40 and BD-25-26-41)

19. Rob Stroud presented the Q3 KPI performance update. The RAG ratings applied were intentionally strict. The Quality Code advisory and guidance work had not been completed within the year and would be finalised after year-end; accordingly, it was rated red.

20. In terms of agency sustainability, [redacted]

21. In the development category, challenges in delivery areas had been identified [redacted]. A strategic response was being developed. Positive developments included the impact of the Public Affairs (PA) team in relation to the franchising report and the successful launch of the new Access to HE framework.

22. CBn presented the Q3 finance monitoring report. [redacted]

23. [redacted]

24. [redacted] A detailed cost allocation paper for central services would be brought to a future Board meeting to assist with decision-making. **Action:** CBn to bring cost allocation paper to a future Board meeting.

Annual Plan 2026-27 – Proposed KPIs for Board monitoring (Item 7, BD-25-26-42)

25. RS presented the proposed KPIs for 2026-27. The annual plan had been built from the ground up, with the Executive team extracting strategically important measures for Board-level monitoring. Agency sustainability KPIs had been disaggregated into revenue targets and cost controls. A forward-looking KPI had been introduced to reflect the multi-year nature of the business. Plans for expansion into new international markets would need to be tested and the Executive team were developing appropriate monitoring mechanisms.

26. Under agency development, the KPIs aimed to address challenges identified within the organisation. The international approach and sector engagement plans were designed to provide robust foundations for future success. Some activity had been stripped out of the initial plans to allow capacity for colleague development and wellbeing. The number of delivery KPIs had been reduced to focus on high-standard delivery of significant commitments.

27. A Board member queried whether the balance between activity-based and outcome-based KPIs was appropriate. RS explained that KPIs had been designed to tie back to outcomes, with activity indicators acting as enablers. A symbiotic relationship between the two was acknowledged.

28. The Board **approved** the KPIs for 2026-27.

Strategic opportunities register, including digital transformation proposal (Item 8, BD-25-26-43)

29. Tom Yates presented the strategic opportunities register, which would be included in regular reporting going forward. The register captured ideas generated within the Executive team and leadership group, presented as a prioritised list of (currently) nine opportunities. The format would evolve. Progressing multiple opportunities would require resourcing and, where appropriate, a business case for drawing on reserves.

30. The key opportunities presented included:

    a) [redacted]

    b) [redacted]

    c) [redacted]

    d) [redacted]

    e) [redacted]

    f) [redacted]

    g) [redacted]

    h) [redacted]

31. The Board members welcomed the initiative, and suggested that further consideration be given to the opportunities in the devolved nations, particularly in relation to supporting regulators in Wales and the tertiary space. TY confirmed that ongoing public affairs work and [redacted] were seeking to address these areas.

32. It was queried whether the international opportunities progression would require permanent overseas staff, noting potential tension with sustainability commitments. [redacted]

33. [redacted].

34. [redacted]

35. [redacted]

36. The Board agreed the register reflected bold ambition and thinking in the agency. [redacted]

37. CBn presented the digital transformation paper. She noted that digital transformation had previously been discussed by the Board, but had not been taken forward at pace – in part due to difficulty resourcing the work from existing capacity across the agency.

38. The proposed approach sought to establish dedicated resource with the agility to respond to business need. Priority areas included: supporting the membership offer; improving data understanding and analytics; growing the international business; transforming sales order processing; and delivering operational efficiencies through system automation.

39. The Board was asked whether it supported the proposed approach and for approval of the development of a scoping exercise, [redacted]. Any financial commitment would be held until after the budget process was complete.

40. The Board indicated that the scale of the ambition was significant and a timeline and a focused prioritisation exercise was necessary to ensure the scope of the digital transformation project remained manageable. Applying best-practice approaches to one or two priority areas first would be preferable, rather than attempting full transformation simultaneously.

41. Organisational readiness was a prerequisite. Staff would need to be equipped and able to make use of new tools following project delivery. CPD and training should be integrated into the plans to ensure that staff knowledge continued to help evolve the transformation. Customer experience should be a primary consideration, and stakeholders should be prepared for a period of adjustment.

42. The Board **approved** the proposal, incorporating the feedback from the discussions, and encouraged the development of a scoping exercise for presentation at a future Board meeting.

Budget 2026-27 (Item 9, BD-25-26-44)

43. CBn presented the proposed budget for 2026-27. [redacted]

44. [redacted]

45. [redacted]

46. [redacted]

47. The income target for international work was ambitious, but achievable. [redacted]

48. Regarding membership, the budget assumed a level of member attrition consistent with historic dropout rates. [redacted]

49. Best, worst and most-likely case scenarios were presented. [redacted]

50. Odette Hutchinson provided an update on the context in Northern Ireland. [redacted]

51. [redacted] Peter Vermeulen noted that he supported the budget, and the Board agreed that it should remain as presented, [redacted].

52. The Board also noted that, given the prevailing risks, a surplus was necessary in the longer run to create a margin against larger risks. It was suggested that the Executive should present a three-year forecast at a future meeting. A clear investment plan with cost-control mechanisms and revenue expectations would bring further clarity.

53. The Board **approved** the budget for 2026–27, including the reorganisation costs and the digital transformation scoping costs.

Sara Drake joined the meeting.

External governance review (Item 10, BD-25-26-45)

54. SD presented the report and highlighted the key recommendations. She thanked Board members for their participation in interviews and surveys, acknowledging that the review had come at a challenging time for the organisation.

55. Overall, the review found very committed leadership, good relationships, and a culture of care and integrity. [redacted] Three principal areas of focus emerged from the review:

    a. Board size and composition: [redacted] Alongside this, a refocused Consultative Board was recommended, as a strategic forum, to be chaired by a sector Board member. This would provide greater opportunity for constructive input on organisational strategy.

    b. Skills and experience: [redacted] These could be partly addressed through the Consultative Board structure and through targeted co-option to committees. A Commercial Oversight Committee was recommended to provide assurance to the Board and to foster a culture of innovation within ethical boundaries.

    c. Committee structure: the review recommended considering a reduction in the number of committees, with some potentially reporting through the Executive rather than directly to the Board. The student voice was identified as important, but the review noted that its influence on Board decision-making was not always clear. Consideration should be given as to whether greater impact could be achieved through Executive processes.

56. The review recommended an enhanced role for the Nomination and Remuneration Committee, with more active oversight of staff matters, succession planning, organisational structure, and staff wellbeing and engagement. [redacted] Given that people were QAA's primary asset, these matters deserved greater attention at Board level.

57. There was a clear concern around the existing online environment used to the support the Board and the use of SharePoint. Investment in a Board portal was recommended.

58. The Board raised the following points:

    a) The definition of "commercial acumen" in the context of an organisation like QAA warranted careful thought. What was frequently missing was not general

business experience, but specific expertise in developing commercial revenue streams from scratch within a not-for-profit culture. Targeted co-option to a committee might address this.

b) On the international perspective, a Board member noted that those co-opted for their international knowledge were rarely invited to apply that expertise directly. The mechanism for doing so should be reviewed.

c) On the Student Strategic Advisory Committee, a Board member acknowledged that its outputs had tended towards the operational. [redacted].

d) On the Wales Strategic Advisory Committee, [redacted]. A review of committee effectiveness was planned to gather feedback on how this could be improved.

e) The Chair proposed that the Executive prepare recommendations for implementation steps for consideration at the October away day [redacted]. **Action:** Executive to consider the approach to implementing the recommendations of the external governance review, with implementation steps to be brought to the October away day.

SD and Alex Stanley left the meeting.

Strategic risk register (Item 11, BD-25-26-46)

59. TY presented the updated strategic risk register. He flagged the two most significant changes since the Board last met. The financial risk had been upgraded at the post-mitigation stage, following the Board's suggestion in March and reflecting challenging external factors. And there were substantial updates to the devolved nations risk [redacted].

60. RS provided an update on the Medr position in Wales. A more ambitious programme of work than had previously been possible was now under way, reflecting the capabilities of the new staffing team. [redacted]

61. [redacted]

Update on strategy process and suggested agenda for October away day (Item 12, BD-25-26-47)

62. TY reported that the strategy process had been deliberately slowed, pending the recruitment of the new Chief Executive.

63. It was proposed that the October away day agenda include both strategy and the implementation of the governance review recommendations. It was suggested that the concept of 'tertiary education' and how it is defined across the four nations - given the inconsistency in use of the term - should be included as a topic for the away day, either as a standalone session or as part of the strategy discussion.

Millie Crook joined the meeting.

Recruitment process for next CEO (Item 13, BD-25-26-48)

64. The Chair reported that Gatenby Sanderson had been appointed to lead the Chief Executive recruitment process. They had been selected on the basis of their experience and value. An interim search report had been provided on 17 June 2026.

65. The interview panel comprised: [redacted]

66. MC confirmed that interviews were scheduled for 22 September 2026 and proposed that any appointment be approved by circulation rather than waiting for a Board meeting. [redacted]

67. The Board **approved** the recruitment process and the composition of the interview panel.

MC left the meeting.

Report on financial matters (Item 14, BD 25-26-49)

68. CBn presented the report on financial matters. The March 2026 Board meeting had supported a move to a different investment portfolio with Rathbones, including a liquidity sleeve. Following questions raised by the Board, an updated proposal had been received [redacted].

69. The Board **approved** the transfer of investments to the new fund managed by Rathbones, the liquidity arrangements, and the new Treasury Management Policy.

Access to HE – licensing decisions (Item 15, BD-25-26-50)

70. RS presented six Access to HE licensing decisions for Board approval. All six had been scrutinised by the Access Regulation and Licensing Committee (ARLC). The paper set out the judgements and recommendations in each case. [redacted].

71. The Board **approved** the licences for:

    a. AIM Qualifications and Assessment Group, The Cambridge Access Validating Agency, Gateway Qualifications Ltd, Open College Network London Region (OCNLR), Open Awards: *renewal Licences for a period of five years, reflecting compliance with the Access to HE Conditions and the absence of any significant ongoing regulatory concerns. The award would be subject to the standard monitoring arrangements that apply to all AVAs.*

    b. Skills and Education Group Access: *a renewal Licence for a period of three years, subject to enhanced monitoring. [redacted]*

    Enhanced monitoring would be applied under Conditions A3.1, A3.2 and A4. [redacted]

Committee reporting (Item 16, BD-25-26-51)

72. TY reported that the Consultative Board meeting had featured its usual range of constructive and supportive discussion. The role of the Consultative Board itself had been raised in the context of the governance review. Members did not express a sense of duplication with other bodies; rather, the Board was valued, particularly where its work fed directly into QAA's programmes. This was consistent with the outcomes of the governance review.

73. Dani Saghafi reported that the ARC had scrutinised the risk register, but that the external audit report was still pending, as agreed with the external auditors Crowe [redacted]. The sustainability report had been welcomed, particularly the improvements to data collection. Discussion had focused on balancing growth and risk against the need for carbon usage reduction, and QAA's approach in that context.

74. JA reported that the final SSAC meeting of the year had taken place, and had been attended by KL. The Committee had expressed satisfaction with its work on its priority areas and with the quality of outputs produced for the sector. Priority Three, which concerned the Committee's role in relation to QAA's work, had generated some frustration and this was being taken forward with operational teams. A discussion at Executive level would support this.

75. NC reported that recent appointments to QAA's Wales team had delivered a positive step change. The Wales Strategic Advisory Committee had identified the need to articulate QAA's mission, vision and strategic position in Wales more clearly, to assist with its oversight function. Discussion had focused on improving the effectiveness of the Committee's contribution.

OH left the meeting

Appointments to and retirements from the Board and Board committees (Item 17, BD 25-26-52)

76. As the nominating body, the National Union of Students had been contacted to make a nomination for approval at the meeting. The Board **approved** the appointment of Lewis Wilson (University of Sussex) for a one-year term, from 1 July 2026 until 1 July 2027, under Article 50 (v).

77. The Board **approved** the reappointment of Odette Hutchinson for a second 3-year term, from 17 June 2026 until 17 June 2029, under Article 50 (ii).

78. The Board **approved** the following appointments to sub-committees:

    a. To the Audit and Risk Committee

        i. Odette Hutchinson, until the end of her second and final term: 17 June 2029.

    b. To the Nomination and Remuneration Committee

        i. Moira Fischbacher-Smith, until the end of her first term: 15 June 2028.

    c. To the Advisory Committee on Degree Awarding Powers (ACDAP)

    In the category of *two members appointed by the QAA Welsh Strategic Advisory Committee:*

        i. Stephen McVeigh: Stephen is QAA Wales Quality Network Chair and Deputy PVC Education (Quality & Standards) at Swansea University.

    In the category of *four members with current or recent degree awarding powers experience*, for an initial 3-year term, from 17 June 2026 until 17 June 2029:

        ii. Professor Judith Williams: Judith is PVC Education and Quality at Queen's University Belfast.

    In the category of *two members appointed from the Student Strategic Advisory Committee (SSAC) as studying students, sabbatical officers or recent graduates,* to

be in post for a 1-year term, until the 23 June 2027:

iii. Shirley Tian: Sian is a SSAC member and a student at the University of Edinburgh.

iv. Odhran Winters: Odhran is a SSAC member and a student at the University of Ulster.

79. The Board **approved** the following re-appointments to sub-committees:

a. To the Advisory Committee on Degree Awarding Powers (ACDAP)

In the category of *two members appointed by the QAA Scottish Advisory Committee,* for a second and final 3-year term, from 17 June 2026 until 17 June 2029:

i. Tina Harrison

ii. Clare Peddie

In the category of *four members with current or recent degree awarding powers experience,* for a second and final 3-year term, from 17 June 2026 until 17 June 2029:

iii. Ernest Caldwell

In the category of *member providing an employer of graduates or professional body perspective,* for a second and final 3-year term, from 17 June 2026 until 17 June 2029:

iv. Leonie Miller

Any other business

80. There was none.

Date of the next meeting

81. The next Board meeting would be held on Wednesday 21 October, followed by the Board away day on Thursday 22 October.

Board of Directors Action List				
Minute:	**Action:**	**Owner:**	**Due Date:**	**Update:**
25-26-24	Cost allocation paper to future Board meeting.	CBn	31/12/26	Will be presented to December Board
25-26-35	Executive team to work on further consideration of the relationship with Advance HE.	Exec	30/10/26	Updated included in October Board papers and agenda
25-26-58	Executive to consider	Exec	22/10/26	Presentation included on away

	the approach to implementing the recommendations of the external governance review, with implementation steps to be brought to the October away day			day agenda