Decisions and Actions of the Board meeting held on Thursday 26 February 2026 at 9.30am via MS Teams

Present	Professor Paul O'Prey (Chair)	PoP
	Dr Ghazwa Alwani-Starr (Trustee)	GAS
	Naomi Davenport (Trustee)	ND
	Yen-Yen Teh (Trustee)	YYT
	Martin Ashley (Trustee)	MA
	Mike McCart (Trustee)	MM
	Kevin Edgeley (Trustee)	KE
	Richard Ewbank (Trustee)	RE
	Francis Plowden (Deputy Chair & Trustee)	FP
	Ray Shostak (Trustee)	RS
In Attendance	Professor Anna Gough-Yates (Chief Executive & Principal)	AGY
	Kath Howard (Director of People)	KH
	Ian Graham (Director of Estates & Campus Services)	IG
	Ian Pleace (Director of Finance)	IP
	Diane Goodman (Clerk to the Board & Executive Assistant)	DG
Apologies	Caroline Griffith (Trustee)	CG
	Professor Laura Peters (Vice-Principal)	LP

	Actions & Decisions		**Lead**
1.0		**CHAIR'S WELCOME** The Chair welcomed the Director of People to the first meeting held since her appointment.	PoP
2.0		**APOLOGIES FOR ABSENCE.** Apologies for the meeting had been received from Caroline Griffith & Professor Laura Peters.	
3.0		**TO REVIEW TRUSTEES' INTERESTS** The Trustees confirmed that they had no new interests to declare.	
4.0	Decision	**MINUTES OF THE MEETINGS HELD ON 11 DECEMBER 2025** The minutes of the meeting were agreed to be a true and accurate representation of the proceedings and were signed as such.	PoP
5.0		**MATTERS ARISING** There were no matters arising.	
6.0		**CHIEF EXECUTIVE & PRINCIPAL'S REPORT** The Trustees commended the report which had been circulated prior to the meeting. A detailed discussion took place regarding the aspects of the report which provided additional context for the strategic activities.	

7.0	Action	**OFFICE FOR STUDENTS ANNUAL RETURN** **Kingston City Group (KCG) Internal Audit Report** The audit report for the Office for Students Annual Return would be provided to the Audit Committee for review on 19 March 2026.	IP
8.0		**TO RECEIVE THE HEALTH AND SAFETY REPORT** The Trustees acknowledged the Health & Safety Report which had been circulated prior to the meeting.	
9.0		**REPORT FROM THE SUB-COMMITTEES AND WORKING GROUPS**	
9.1	Decision	**Finance & Estate Committee: To receive a recommendation to appoint Richard Ewbank to the Committee.** The Board approved the appointment of Richard Ewbank as a member of the Finance & Estates Committee.	PoP
9.2		**Audit Committee: 2024/25 Accounts for The Edward James Foundation Limited Group.**	
	Decision	a. EJF Group Going Concern Paper: The Trustees accepted the recommendation that it was appropriate that the annual financial statements had been drawn up on a going concern basis.	PoP
	Decision	b. The Edward James Foundation Limited Letter of Representation: It was agreed that the letter would be signed by the Chair of the Audit Committee and Director of Finance.	FP/IP
	Decision	c. KLC Ltd: The Board approved the appointments of Professor Anna Gough-Yates and Mr Ian Pleace as Directors.	PoP
10.3	Action	**Education Committee: Minutes of the meeting held on 11 February 2026** The Chief Executive & Principal and Vice-Principal would undertake a review of academic governance and provide a report for consideration in due course.	AGY/ LP
10.4	Decision	**Governance & Nomination Committee** The Trustees accepted the recommendation of the Final Salary Pension Scheme Board that Ian Pleace be appointed as the Employer Nominated Member.	PoP
11.0		**Any Other Business** A Trustee provided a verbal summary of the recent visit that they had made with the Vice-Principal, Collections Manager and the Archivist to the Cosmic House in London. There was no further business and the meeting closed at 12noon. The meeting reconvened at 12.01pm with Dr Ghazwa Alwani-Starr as Chair	
12.0		**WEST DEAN LIMITED (WDL)**	
12.1		**Declaration of Interests** In accordance with the requirements of the Companies Act 2006 and EJF's Articles of Association, Professor Paul O'Prey and Francis Plowden declared their interest in the proceeding as Directors of both West Dean Limited and EJF and did not	

		participate in the adoption of the updated Articles of Association by a Shareholder Written Resolution.	
12.2	Decision	**WEST DEAN LIMITED: Verbal report of the ad-hoc meeting held on 19 February 2026.** The EJF Board accepted the recommendation of the WDL Board that Ian Pleace would be appointed as Company Secretary.	GAS
12.3	Decision	**Updated ToR for West Dean Ltd.** The EJF Board approved the new Terms of Reference.	GAS
12.4	Decision	**Articles of Association** The Articles of Association were adopted and the responsibility to sign the Shareholder Written Resolution was delegated to Dr Ghazwa Alwani-Starr.	GAS
12.5	Decision	**Service Agreement** The Service Agreement was approved and responsibility to sign the agreement was delegated to Dr Ghazwa Alwani-Starr.	GAS
13.0		**ANY OTHER BUSINESS** There was no further business, and the meeting closed at 12.15pm.	