

122nd Meeting of the Board of Governors
T2-01, Tower Building, Holloway Campus
Thursday 6 October 2022, 10:00 AM — 12:00 PM BST

Present:	Lynn Dobbs Anders Krohn Baron Anyangwe Renarta Guy Shefaly Yogendra Rosemary Benson Urmi Dutta- Roy Rohin Aggarwal Rishi Trikha Denise Morrison Tijds Broeke	Vice Chancellor (virtually) Independent Governor (virtually) Independent Governor Independent Governor Independent Governor Staff Governor Independent Governor Independent Governor (virtually) Academic Governor Student Governor Independent Governor and Chair of the Board of Governors Independent Governor Independent Governor Independent Governor (virtually) Independent Governor Independent Governor (virtually)
	Muniya Barua Usman Khan Linda Patterson Valerie Leipheimer Tricia Croasdell	
Also present:	Eugene McCrossan Nikki Le Faou Amy Rogerson Julie Hall	Chief Operating Officer (virtually) University Secretary Head of the VC's Office (virtually) DVC (Academic)
Apologies:	Gary Davies Margaret Farragher Zainab Khan	DVC (SRBD) Independent Governor PVC Learning and Teaching

1 Welcome, Apologies, Announcements and Declarations of Interest

Announcements:

The Chair welcomed Independent Governors Linda Patterson, Muniya Barua, Usman Khan and Valerie Leipheimer attending their first meeting of Board of Governors.

The Chair noted that some attendees had joined by call and advised that it was intended that all Board of Governors meetings would be held in person henceforth. Committee meetings would remain online to retain some of the flexibility gained as a result of the change of meeting mode adopted for the pandemic.

Apologies:

Apologies had been received from Independent Governor Margaret Farragher, Deputy Vice Chancellor (Student Recruitment and Business Development), Gary Davies, and Pro Vice Chancellor Learning and Teaching, Zainab Khan.

Declarations of Interest:

Independent Governor Baron Angwangwe declared an interest in item 2.3 as he had introduced Tracey Rob Perera to the University. Baron had not been involved in the recruitment process and recused himself from participating in the discussion and approval of the appointment.

1.1 Minutes of the 23 June 2022 Board of Governors meeting

For Approval - Presented by Tijs Broeke

The Board of Governors approved the minutes of the 23 June 2022 meeting as a correct record.

1.2 Matters arising not covered elsewhere

For Noting - Presented by Tijs Broeke

There were no matters arising.

2 Governance Matters

2.1 Committee Terms of Reference- annual review

For Approval - Presented by Nikki Le Faou

The Board of Governors considered the annual review of the Finance and Resources Committee, Audit and Risk Committee and People and Remuneration Committee Terms of Reference. The Terms of Reference were presented on the recommendation of each of the associated sub-committees.

The Chair of the People and Remuneration Committee (PRC) requested a further review of the PRC Terms of Reference be undertaken to place the People related matters at the fore. In discussion it was confirmed that the Academic and Staff Governors would be invited to attend for People related items.

Conclusions

The Board of Governors approved the annual review of the Finance and Resources Committee, Audit and Risk Committee and People and Remuneration Committee Terms of Reference (noting that the PRC Terms of Reference would be subject to further review).

2.2 Board of Governors Forward look

For Approval - Presented by Nikki Le Faou

The Board of Governors considered its forward look. It was noted that discussions would take place to revise the presentation to provide a clearer overview of the work being undertaken at Committee level.

The forward look included three meetings of the People and Remuneration Committee per annum, an additional annual meeting would be scheduled in consultation with the Chair and committee members.

It was highlighted that previous discussions in relation to ensuring the Academic and Staff Governors were adequately supported had not been reflected in the work plan. It was confirmed that discussions were due to take place at the October meeting of the Governance Committee.

Conclusions

The Board of Governors noted the forward look.

2.3 Appointment of Student Union Representative & co-opted member of Audit and Risk Committee

For Approval - Presented by Nikki Le Faou

Independent Governor Baron Angwangwe declared an interest as he had introduced Tracey Rob Perera to the University. Baron had not been involved in the recruitment process and recused himself from participating in the discussion and approval of the appointment.

The Board of Governors considered a report that presented a proposal for the appointment of a coopted member to the Audit and Risk Committee, following interviews held in late August/ early July.

The report also advised that following the update provided to the June Board of Governors meeting, the Students' Union had confirmed that Tammika Chambers had been nominated to serve as the second student representative on the Board of Governors in accordance with the Articles of Association. Tammika's appointment would be made once due diligence checks were completed. The Board was also invited to note that the SU had confirmed that Bianca Jurcut had been nominated to serve as the Student Representative on the Audit and Risk Committee. Bianca had attended her first meeting in September 2022.

At their meeting in May 2022, the Governance Committee approved an advert and updated role description for the co-opted member of the Audit and Risk Committee ahead of the departure of Avnish Savjani, which took place on 31 July 2022. The advert was placed for two weeks on Charityjob.co.uk and shared with the Board of Governors for dissemination throughout their networks.

Applications were received from four candidates, three of which were called to interview by the Governance Committee's selection panel. All three interviewed candidates had approached the University via contact with Independent Governor Baron Anywangwe, consequently Baron had not participated in the selection or interview process. Interviews had taken place on 29 July and 3 August. The panel comprised: Independent Governor Margaret Farragher, Independent Governor Urmi Dutta- Roy and University Secretary, Nicola Le Faou. The unanimous agreement of the Governance Committee's selection panel was to recommend the appointment of Tracey Rob Perera for appointment as a coopted member of the Audit and Risk Committee. The proposal was presented to the Board on the recommendation of the Governance Committee.

The Coopted member roles were intended to support in addressing gaps in the Governor skills matrix. The Board of Governors was therefore invited to approve the appointment of Tracey Rob Perera in recognition of her corporate finance/ accountancy and audit experience.

The Chair of the Board of Governors requested that introductory meetings with Tammika Chambers and Tracey Rob Perera be scheduled as soon as possible.

Conclusions

The Board of Governors approved the appointment of Tracey Rob Perera as a coopted member of the Audit and Risk Committee for a three-year term, to commence immediately following the completion of due diligence and fit and proper persons checks.

The Board of Governors noted the update in relation to the Student representatives. It was noted that Tammika Chambers would serve as a Student representative and as a member of the Academic Board, SU President, Denise Morrison would serve on the Finance and Resources Committee and Finance and Resources Committee and Bianca Jurcut would serve on the Audit and Risk Committee.

The Chair of the Board of Governors requested dates to meet with each of the new Board members be scheduled.

3 Vice Chancellor's report

For Noting - Presented by Lynn Dobbs

The Board of Governors considered the Vice Chancellor's report to the Board. The key points considered were as follows:

Teaching Excellence Framework: The Office for Students had recently announced updates to the Teaching Excellence Framework (TEF), which included new thresholds for progression, completion, and graduate outcomes alongside a new category of 'requires improvement'. The University's written submission was due in January 2023. It was noted that in the last TEF the University had been awarded bronze, owing to the data lag around the metrics it was expected that the University would receive a bronze award again.

New Office for Students investigations to examine credibility of degrees: The Office for Students had opened investigations at a number of higher education providers to examine the reasons for sharp increases in the rates of students being awarded first class and upper second class honors degrees.

Ofsted: Ofsted had written to London Met in July informing us to expect a monitoring visit within 18 months.

Renaming of the School of Art, Architecture and Design: Following a community-led consultation on the new name for the School of Art, Architecture and Design (AAD). It had been agreed that the School would retain the name; The London Metropolitan School of Art, Architecture and Design.

League Tables: In last year's league tables the University made significant gains as a result of its positive NSS scores, which were very high relative to other institutions. The league tables had since changed their methodologies and other institutions had gained their ground back. It was expected that the University would move up league tables in future years.

The Board of Governors requested a briefing note be prepared for Governors on league tables. It was requested that the note include information about the methodology used for social inclusion.

The Board requested that a Public Affairs/ Communications plan be presented to a future meeting of the Board of Governors, the plan should include consideration to the role of the Vice Chancellor and the Chair of the Board of Governors.

Conclusions:

The Board noted the Vice Chancellor's report to the Board.

4 Cost of Living and Recession planning

Presentation - Presented by Lynn Dobbs

The Board of Governors considered a presentation on the University's approach to the cost of living crisis.

It was noted that the University was in a strong financial position, and consequently well-placed to support its students and staff.

The key points highlighted in the presentation were highlighted as follows:

The University

- i) The University was on target to invest to deliver the Strategic Plan.
- ii) The University was taking account of energy price rises. While the Government scheme alleviated some of the pressures, it was thought that energy costs may double.
- iii) The cost of goods and services were rising.
- iv) Owing to inflation it was highly likely that planned estates and digital development would exceed original estimates.
- v) The Senior Leadership Team considered recession planning as part of its weekly meetings.

Our People

- i) The University would apply the national pay award of 3% backdated to August 1st in the October salary.
- ii) The People and Remuneration Committee had approved a minimum payment of £500 per full-time member of staff and percentage payments for fractional staff and ASLs (and contractors) to be paid in January. This payment had been reflected in the FY 2022 accounts.
- iii) Further proposals for supporting staff would be presented to the November meeting of the People and Remuneration Committee.

It was noted that the blanket approach to the one-off non-consolidated payment would have the most impact on the lowest paid staff in the University, but also recognised that higher paid staff may not have disposable income to cover the inflation we are experiencing.

The Board of Governors welcomed the approach adopted to supporting the University's staff. Initial proposals to the People and Remuneration Committee for rewarding staff had been for a one off non-consolidated payment of £1000, given the University's financial position and practice underway across the sector, the Board considered a proposal to increase the agreed £500 payment back to the originally proposed £1000 (at a total cost of £1.4m).

Our Students

In order to support students, the University:

- i) had added an additional £1m to support students directly;
- ii) was investigating the possible opportunity of buying corporate food vouchers;
- iii) was developing proposals for a Community supermarket on campus;
- iv) had developed an offering of budget and free catering options on campus;
- v) had identified a number of 'warm spaces' for studying, and;
- vi) was reducing the need to purchase books on reading lists.

Conclusions:

The Board noted the presentation and approved a change to the approved non-consolidated £500 payment for full time staff (and percentage payments for fractional staff, ASLs and contractors) approved by the People and Remuneration Committee, the payment would be increased to £1000. In considering the proposal the Board requested that staff be informed of the decision as soon as possible and requested that the possibility of making the payment in December payroll be investigated. It was highlighted that the Students' Union should be informed of the decision ahead of the announcement, to enable them to consider a similar proposal, or appropriate messaging to their staff.

5 Digital Strategy update

For Noting - Presented by Eugene McCrossan

The Board of Governors considered an update report on the implementation of the University's Digital Strategy that had been approved in March 2021. It was noted that the University was broadly performing well across each of the KPIs associated with the strategy.

Classroom capture: Significant progress had been made in progressing the classroom capture initiative. Over the summer over three hundred members of staff had visited the pilot room to receive

training on how to use the new technology to support their teaching. Panopto, a sector-leading SaaS lecture capture and video platform had been deployed for use across the University.

Back-office processes and systems programme: The Digital Strategy Steering Group approved the initial business case for this programme at its June 2022 meeting. An initial business case and programme for investment for digital systems (e.g., HR, Payroll and Finance functions) had been developed.

Boxphish: An enhanced cyber security training product which ensures all staff complete the mandatory training was being rolled out to students and across the schools. Data being surfaced showed completion rates as well as susceptibility of users across the University so that remediation actions can be taken to reduce our risk. It was noted that student roll out was in the early stages, a plan to drive up training take up would be developed in response to initial data on completion rates.

In response to a question on the potential impact of cost of living on digital poverty it was noted that the University had taken forward plans to evolve straight forward digital access (for example by making as much material as possible available to students on mobile devices).

Conclusions

The Board of Governors noted the digital strategy update.

6 Centre for Equity and Inclusion update

For Noting - Presented by Julie Hall

The Board of Governors considered the October update on activities undertaken by the Centre for Equity and Inclusion.

OfS new expectations for student outcomes: The OfS has announced changes to the indicators of general ongoing condition B3 that set out the minimum expectations providers are expected to meet in order to fulfil the ongoing conditions of registration. The Board advised that its work plan should be updated to include regular updates on the University's position in relation to each of the B3 indicators (continuation, completion, and progression).

Conclusions

The Board of Governors noted the report and thanked Zainab Khan for the report which was presented to the Board in her absence. Members requested that future iterations be presented in summary format and requested that the Board be provided with regular updates on continuation and the awarding gap.

7 Student Governor's Report

For Noting - Presented by Denise Morrison

The Board of Governors received the Student Governors report, which is a standing item.

The Board highlighted that election turnout was particularly low at 6.4% and noted that a number of activities were underway across the Students Union to revive activities and student participation. The Board suggested that the SU consider the updating its messaging to students to highlight the benefits participation in SU activities given the links to employability.

Conclusions

The Board of Governors noted the Student Governors report.

8 Reports from sub-committees

8.1 People and Remuneration Committee (minutes)

For Noting - Presented by Usman Khan

The Board of Governors received the People and Remuneration Committee's September minutes.

8.2 People and Remuneration Committee report to the Board

For Reference - Presented by Usman Khan

The Board of Governors received the annual People and Remuneration Committee report to the Board which would be updated to reflect some minor updates requested at the People and Remuneration Committee at their September meeting, and to reflect Independent Governor, Renarta Guy's membership of the Committee. The updated report would be circulated for information before publishing on the University's website.

The Board of Governor requested that consideration be given to presenting 'People' updates to the Board of Governors, which should be in addition to the People and Remuneration Committee minutes.

The Board of Governors requested that in future years the report to be prepared to present work on People Strategy first.

8.3 Finance and Resources Committee

For Noting - Presented by Urmi Dutta- Roy

The Board of Governors noted report of the Finance and Resources Committee's September meeting. It was noted that the Finance and Resources Committee and Audit and Risk Committee would jointly consider the University's investment options and associated appetite for risk. The Chair of FRC and Chair of ARC were due to meet to consider next steps.

8.3.1 Modern Slavery Act: Annual review of Anti-slavery policy and anti-Slavery and Human Trafficking Statement

For Approval - Presented by Eugene McCrossan

The Board of Governors approved the University's Anti-Slavery and Human Trafficking Statement for 2021/22 on the recommendation of the Finance and Resources Committee and noted the University's Anti- Slavery Policy as approved by the Finance and Resources Committee. **[Post meeting note:** Minor corrections were made following approval to reflect the data for 2021/22 prior to signature by the Vice Chancellor and publishing on the website.]

8.3.2 Annual Review of Financial Regulations

For Approval - Presented by Eugene McCrossan

The Board of Governors approved the proposed amendments to the Financial Regulations presented on the recommendation of the Finance and Resources Committee.

The key changes to the regulations related to the inclusion of financial authority for the approval of employee and student settlement agreements.

Conclusions

The Board of Governors approved the amendments to the Financial Regulations.

8.3.3 *Financial Management Report

For Reference - Presented by Eugene McCrossan

The Board of Governors received the Financial Management Report, which had been updated following consideration by the Finance and Resources Committee.

8.4 Audit and Risk Committee

For Noting - Presented by Shefaly Yogendra

The Board of Governors received the report covering the Audit and Risk Committee's September meeting. In particular it was noted that the Audit and Risk Committee had updated its work plan to include a regular update on Value for Money and had considered the Health and Safety annual report.

8.4.1 *Risk Management update & Statement of Risk Appetite

For Noting - Presented by Eugene McCrossan

The Board of Governors noted the Risk Management update which included an updated version of the Corporate Risk Register and the Risk Management Policy (including the University's Statement of Risk Appetite).

8.4.2 *Health and Safety Annual Report

For Noting - Presented by Eugene McCrossan

The Board of Governors noted the Health and Safety annual report, as considered by the Audit and Risk Committee at their September meeting.

9 Confidential Business

The confidential minutes of this section can be found in the confidential annex, and will be available to members of the Board of Governors only. This section of the meeting was attended by members of the Board of Governors and the University Secretary only.

Actions

Item	Paragraph	For action by who	By when	Update on action
Board of Governors forward look	The forward look included three meetings of the People and Remuneration Committee per annum, an additional annual meeting would be scheduled in consultation with the Chair and committee members.	US	ASAP	Completed
Appointment of Student Union Representative & co-opted member of Audit and Risk Committee	The Chair of the Board of Governors requested that introductory meetings with Tammika Chambers and Tracey Rob Perera be scheduled as soon as possible.	US	ASAP	
Vice Chancellor's report	The Board of Governors requested a briefing note be prepared for Governors on league tables. It was requested that the note include information about the methodology used for social inclusion.	VC	ASAP	Provided as part of November VC's report
Vice Chancellor's report	The Board requested that a Public Affairs/ Communications plan be presented to a future meeting of the Board of Governors, the plan should include consideration to the role of the Vice Chancellor and the Chair of the Board of Governors.	DVC (SRBD)	March 2022	Added to work plan
Cost of living and recession planning	The Board ... approved a change to the approved non-consolidated £500 payment for full time staff (and percentage payments for fractional staff, ASLs and contractors) approved by the People and Remuneration Committee, the payment would be increased to £1000. In considering the proposal the Board requested that staff be informed of the decision as soon as possible and requested that the possibility of making the payment in December payroll be investigated. It was highlighted that the Students' Union should be informed of the decision ahead of the announcement, to enable them to consider a similar proposal, or appropriate messaging to their staff.	VC	ASAP	Completed – messaging sent to staff
Centre for Equity and Inclusion	The Board advised that its work plan should be updated to include regular updates on the University's position in relation to each of the B3 indicators (continuation, completion, and progression).	US	November 2022	To be addressed via new standing item 'Academic Matters, Student Experience and Apprenticeships'
Centre for Equity and	Members requested that future iterations be presented in summary	PVC	November	Completed

122nd Meeting of the Board of Governors

Inclusion	format and requested that the Board be provided with regular updates on continuation and the awarding gap.	(L&T)	2022	
People and Remuneration Committee report to the Board	The Board of Governor requested that consideration be given to presenting 'People' updates to the Board of Governors, which should be in addition to the People and Remuneration Committee minutes.	US/ Chair	November 2022	To be discussed