

139th Meeting of the Board of Governors
T8-20, London Metropolitan University, 166-220 Holloway Road, London, N7 8DB
Thursday 26 June 2025, 10:00 AM — 1:00 PM BST

Present:	Tijs Broeke	Independent Governor and Chair of the Board of Governor
	Baron Anyangwe	Independent Governor
	Julie Hall	Vice Chancellor
	Urmi Dutta- Roy	Independent Governor
	Linda Patterson	Independent Governor
	Usman Khan	Independent Governor
	Muniya Barua	Independent Governor
	Valerie Leipheimer	Independent Governor
	David Morrall	Independent Governor
	Claire Locke	Staff Governor
	Awesome Olasope	Student Governor
	Andrea Stark	Independent Governor
	Petra Wend	Independent Governor
	Fahmida Yesmin	Independent Governor
	Sanam Arora	Independent Governor
Also present:	Eugene McCrossan	Chief Operating Officer
	Gary Davies	Deputy Vice Chancellor (SRBD)
	Nikki Le Faou	University Secretary
	Billy Ahmed	Governance Officer
Apologies:	Munesh Mahtani	Independent Governor
	Gerry McDonald	Independent Governor

1. Welcome, apologies, announcements and declarations of interest

Welcome: Independent Governor, Sanam Aurora attending her first meeting.

Online: Independent Governor David Morrall, Valerie Leipheimer and Deputy Vice Chancellor (SRBD) Gary Davies joined the meeting online.

Apologies: Apologies had been received from Independent Governors Munesh Mahtani and Gerry McDonald.

Declarations of interest: Independent Governor and Chair of the Board of Governors, Tijs Broeke declared an interest under 4.3 Delegated Authority request as he serves as the Vice Chair of the Policy Committee at the City of London. In relation to item 9.4 (Committee vacancies and appointments) Governors did not participate in discussion in relation to their own appointments. Urmi Dutta Roy left the meeting for the duration of the item. Remunerated Governors did not participate in the decision, with unremunerated Governors forming the quorum.

2. Minutes, matters arising and committee business

2.1. Minutes of the 138th Meeting of the Board of Governors

For Approval - Presented by Tijs Broeke

The Board of Governors approved the minutes of the May 2025 meeting of the Board of Governors.

2.2. Minutes of the 1st May Strategy session

For Approval - Presented by Tijs Broeke

The Board of Governors approved the minutes of the May 2025 Strategy session.

2.3. Matters arising not covered elsewhere

There were no matters arising.

3. Strategic Discussions

3.1. Strategic Plan 2025/26- 2030/31

For Consideration - Presented by Julie Hall

The Board of Governors considered a report that presented the draft strategic plan. The report presented the core-framework for the strategy for review by the Board, which would be subject to further development over the summer ahead of approval in October. Plans for development included wider staff consultation.

Like the previous 2019-2024 strategy, the new strategy was in its essence a solid academic strategy, that did not contain grand new plans or risky investment. The plan was designed to focus on ensuring the current leadership of the University, deliver stewardship of a significant public good in a period of acute pressure on Universities.

Beneath each strand of the overarching strategy lies a 5- year detailed delivery plan that is monitored by individual steering groups and an overarching Strategy Board, chaired by the Vice Chancellor that meets three times a year.

Feedback from the University's expert summits held during the spring had indicated that the previous strategy had served the institution well. The updated strategy was intended to build on that foundation, while responding to shifts in the sectoral context, which was marked by financial pressures and rapid technological change. In particular, the accelerating impact of AI on learning and teaching demands a more agile and forward-looking approach, ensuring the University remains resilient and innovative in a challenging environment. The Board noted the difficult sectoral context within which the new Strategy was being developed, given the number of moving parts it was key for the strategy to be iterative, flexible, adaptable and underpinned by clear, measurable Key Performance Indicators.

In considering each of the strategy themes, the Board requested additional detail be presented to a future meeting on 'Respected Research' and on what the refreshed focus on the 'Community Engagement' strand would look like, noting that this would be the strand that would be subject to

the most significant change. Discussion focused on leveraging London to enhance student opportunities, particularly around social mobility. It was noted that emphasis should be placed on connecting students with real-world experiences through city-based partnerships. The Board also requested that the next iteration of the strategy be updated to include more detail around markets and responding to opportunities.

The Board undertook a thorough discussion in relation to balancing the key elements of the strategy, noting that maintaining financial sustainability was key. The Board acknowledged the necessary tensions this may create in relation to other areas of the Strategic plan which would require careful monitoring and management.

The Board advised that during times of challenge, the University must ensure a strong communication plan is in place with staff. The People Strategy was considered to be essential to enabling transformation. While it may need to evolve, it remained critical to the success of the broader strategy; ensuring staff are engaged, aligned, and equipped to drive change.

Conclusion:

The Board of Governors welcomed the update on the direction of travel for the development of the new Strategic Plan. The Board requested that updates to the plan be shared over the summer, with the option to schedule an additional session if needed. This would allow for input ahead of the October meeting, where the new strategy was expected to be approved.

Following a robust discussion, the Board of Governors expressed their confidence in the leadership team, commending their composed approach and commitment to sound financial management amid the significant challenges facing the sector.

3.2. Exploring the Student Success Strategy

For Discussion - Presented by Julie Hall and Nona McDuff

The Board of Governors considered a report that presented the Student Success Strategy. At its March meeting, the Board of Governors had requested that deep-dive conversations on each of the Strategic Plan's workstreams be scheduled.

The report presented links to the Student Success Strategy and the detailed work behind it, which enabled the Board to delve into the detail and provided the assurances the Board required.

Conclusions:

The Board of Governors welcomed the in-depth update on the Student Success Strategy, and was assured that the Student Success Strategy was being effectively implemented and monitored.

3.3. Sustainability update - confidential

For Noting - Presented by Julie Hall

The Confidential minutes of this item are available to members of the Board of Governors only.

4. Finances

4.1. Financial Management Report

For Noting - Presented by Eugene McCrossan

The Board of Governors considered the Financial Management Report (FMR) which contained the University's accounts for the ten months to 31 May 2025. The FMR to 30 April 2025 had been considered in detail at the People, Finance and Resources Committee meeting in June.

At this point in the year, the University's performance remained below budget expectations, but in line with its latest forecast at Quarter 3.

Conclusions

The Board of Governors noted the FMR for the ten months to 31 May 2025.

4.2. Budget 2025/26

For Approval - Presented by Eugene McCrossan

The Board of Governors considered a report that presented the draft Budget for 2025/26. The Budget presented aligned with the University's strategic plan, and the latest forecasts sent to the Office for Students and remained unchanged from the version presented to the People, Finance and Resources Committee on the 12th June 2025.

The draft budget for 2025/26 forecast a deficit of £6.4 million to 31st July 2026. This was inline with the five-year financial forecast shared with the Office for Students in Spring 2025.

Conclusions

The Board of Governors approved the budget, noting that progress against the budget be carefully monitored throughout the year, with adjustments to be made if required.

4.3. Delegated Authority request

For Approval - Presented by Eugene McCrossan

Declarations of interest: Independent Governor and Chair of the Board of Governors, Tijs Broeke declared an interest as he serves as the Vice Chair of the Policy Committee at the City of London.

The Board approved key contracts with suppliers whose annual expenditure was over £5m and as such required authorisation from the Board of Governors inline with the Board Regulations and Scheme of Delegation as follows:

i) QAHE Franchise - [REDACTED]. London Met has contracted with QAHE to recruit and teach students at sites in London, Birmingham and Manchester. This is a contract that was approved by the Board in 2020. The full tuition fees are received by London Met from the Student Loan Company and the contracted sum due to QAHE is then paid to the partner. The exact value of the payments is variable and based on student recruitment and retention [REDACTED]
[REDACTED]

ii) CBRE Management Limited [REDACTED]. London Met has contracted with CBRE to provide total facilities management service on all LMU sites. This is a contract that was approved by the Board in 2021. The exact value of the payments is variable because the contract contains

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elements of reactive maintenance, [REDACTED]
[REDACTED]

iii) The City of London Corporation - [REDACTED]. London Met has contracted with the City of London in a lease of premises to provide teaching space in Aldgate (Calcutta House). This contract has been in place since 30th September 2003 and expires in June 2026.

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FOIA -
commercial
interests

Conclusions:

The Board approved the report which detailed key contracts with suppliers whose annual expenditure was over £5m and as such required authorisation from the Board of Governors inline with the Board Regulations and Scheme of Delegation for QAHE, The City of London Corporation and CBRE as outlined above.

5. Vice Chancellor's report to the Board

For Noting - Presented by Julie Hall

The Board of Governors noted the Vice Chancellor's update report.

6. Academic Matters, Apprenticeships and student experience (including and update on B3)

For Noting - Presented by Nona McDuff

The Board of Governors considered a report that provided an update on Academic Matters including apprenticeships and student experience.

The Board's attention was drawn to key activities, which were showing early shoots indicating improvement.

Conclusions:

The Board of Governors noted the Academic Matters report.

7. Compliance with new ongoing Condition E6 - Harassment and sexual misconduct

For Noting - Presented by Nona McDuff

The Board of Governors considered a report which provided an update on the progress made in meeting the Office for Students' new regulatory requirements under Condition E6: Harassment and Sexual Misconduct. The report provided an overview of compliance activity to date and outlined how the University would meet the deadline of 1 August 2025.

The University had made clear and demonstrable progress towards compliance ahead of the 1 August 2025 deadline. A cross- institutional group, convened by the Centre for Equity and Inclusion, was coordinating the University's response. Key areas of activity included: the review and revision of relevant policies, preparation of the Single Comprehensive Source of Information (SCSI), the rollout of new and revised staff and student training, and the development of a communications plan to support staff, students and partner institutions.

Conclusions:

The Board of Governors noted the progress made towards compliance with new Condition E6 and the summary of the risk register associated with meeting Condition E6.

8. Student Governor's report

For Noting - Presented by Awesome Olasope

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

Reports from sub-committees

9. Governance Committee (meeting cancelled - key items presented for review by the Board)

For Approval - Presented by Munesh Mahtani

The Board of Governors noted that the Governance Committee meeting was cancelled due to being inquorate.

In recognition of the importance of the matters that would have been considered by the Committee, the Board meeting had been extended to allow for thorough and robust discussion of key items that could not be delayed until the Governance Committee's next meeting.

Members were reminded that consistent attendance and active participation at sub-committee and Board level was essential to fulfilling the Board's duties.

9.1. Freedom of Speech

For Approval - Presented by Nikki Le Faou

The Board of Governors considered a report that provided updated proposals to support the University in its compliance with the Higher Education (Freedom of Speech) Act 2023.

The University's Freedom of Speech Code of Practice was last reviewed and approved in June 2024 to respond to the requirements placed on it by the Higher Education (Freedom of Speech) Act 2023 that entered into force on 11 May 2023. The legislation significantly impacts the way speech is protected in higher education institutions. Following the announcement in July 2024 that the implementation of the act would be halted, in early 2025 the Government reaffirmed its commitment to implementing key provisions of the Act.

The report presented a new draft of the Freedom of Speech Code of Practice, along with a series of proposed next steps designed to support the University in its compliance with the act. This included; establishing a mandatory training module, updating policies and staff and student handbooks, along with induction materials to reflect the provisions of the act and establishing a communications strategy associated with communicating the University's approach to meeting its free speech obligations.

The Board of Governors noted that the Office for Students had published Regulatory Advice Guidance Note 24 in late June 2025, for implementation on 1st August 2025. A review of the guidance would be undertaken over the summer to ensure plans were in alignment.

Conclusions:

The Board of Governors approved the proposed amendments to the University's Freedom of Speech Code of Practice, along with the recommended next steps, to ensure full compliance with the statutory duties set out in the Higher Education (Freedom of Speech) Act 2023 and the associated regulatory guidance issued by the Office for Students. These amendments were reflective of the University's commitment to securing freedom of speech within the law and maintaining a robust Code of Practice that facilitates academic freedom and lawful expression across the institution.

The Board of Governors noted the Free Speech Checklist update and actions provided at appendix B to the report.

It was agreed that any further updates to the University's approach or revisions to the Code of Practice required to meet evolving legislative or regulatory expectations would be circulated for approval over the summer period.

9.2. Board Regulations

For Approval - Presented by Nikki Le Faou

The Board of Governors considered a report that presented proposed amendments to the Board Regulations as part of the annual review process. The report presented relatively minor amendments to formatting, in addition to a change to reflect the Board's duty to promote Freedom of Speech in accordance with the Higher Education (Freedom of Speech) Act 2023. The proposed wording had been revised following review and feedback from the Governance Committee at their March meeting. The new wording had been prepared in consultation with the Chair of Governance Committee.

Conclusions:

The Board of Governors approved the Board Regulations.

9.3. Policy Framework Regulation

For Approval - Presented by Nikki Le Faou

The Board of Governors considered a report that presented an update to the Policy Framework Regulation for approval, along with an updated Policy Template which had been revised to include additional guidance for report authors and would be published by the University Secretary in accordance with the regulation.

Conclusions:

The Board of Governors approved the adoption of the updated Policy Framework Regulation.

9.4. Committee Vacancies

For Approval - Presented by Nikki Le Faou

Declarations of Interest: Governors did not participate in discussion in relation to their own appointments. Urmi Dutta Roy left the meeting for the duration of the item. Remunerated Governors did not participate in the decision, with unremunerated Governors forming the quorum.

The Board of Governors considered a report that recommended appointments to the Board's sub-committees for approval.

In considering the proposal to remunerate the Audit and Risk Committee Chair the Board considered Charity Commission guidance, benchmarking information and the University's Articles of Association. The Board of Governors agreed to remunerate Urmi Dutta Roy for the role in recognition of her experience on the Board of Governors, the demands of the role and the University's willingness to retain her in post. This decision was made on a individual case basis, as the University does not have a standing policy to remunerate trustees in accordance with Charity Commission guidance.

In approving the recommendation to remunerate the Board considered all the tests outlined within the University's Articles of Association, which establishes the University's power to remunerate trustees and confirmed its comfort that:

- i) The remuneration paid would not exceed the amount which is 'reasonable in all the circumstances'.
- ii) The Governors had read, considered and taken into account the published guidance of the Charity Commission in relation to remuneration of charity trustees for acting as charity trustees.
- iii) The Governor had declared their interest in the benefits in the interests in accordance with Schedule 7 of the articles.

Following the decision to remunerate, the Chair of the Audit and Risk Committee would be asked to sign a new appointment letter to reflect the change of role which had been prepared by the Director of HR on the basis of legal advice to ensure that it was clear that payment does not represent an employment relationship.

In considering the option to remunerate, the Board:

- i) Agreed that it is in the clear interests of the University to remunerate, and it provides a significant and clear advantage to do so over all options, such as going out for further unremunerated recruitment. Considering the importance of the Audit and Risk Committee Chair, it was considered appropriate to leverage institutional knowledge, for which payment was required. It was also noted that previous recruitment exercises had demonstrated that there was a strong appetite for remuneration in the sector.
- ii) Conflicts of interest can be managed via the usual processes in accordance with the Articles of Association.
- iii) The Board of Governors considered the remuneration benchmarking information to inform its decision. It was agreed that the payment would be inline with benchmark.
- iv) The amount of remuneration would be fully declared in the University's annual report and accounts as required by law.
- v) Performance would be managed via the robust performance management process for Governors.
- vi) There were no financial risks to the Charity and the decision to remunerate would not affect the University's ability to carry out its purpose.
- vii) Duties could not be spread amongst the other trustees as the remuneration was in recognition of a specific set of duties.
- viii) The trustees, excluding conflicted trustees can form a quorum to deal with performance review, judge value for money and if necessary terminate the payments.

Conclusions

The Board of Governors approved the following appointments:

- i) The appointment of Urmi Dutta Roy as the Chair of the Audit and Risk Committee for an initial term of three years, commencing on 1st August 2025. The proposal was approved alongside the consideration of detailed remuneration considerations.
- ii) The appointment of Urmi Dutta Roy as Vice Chair of the Board of Governors for an initial term of three years, commencing on 1st August, as a member of the Governance Committee commencing on 1st August, and continuing as a member of the Remuneration Committee.
- iii) The appointment of Andrea Stark as the Chair of the People, Finance and Resources Committee for an initial term of three years, commencing on 1st August 2025.
- iv) The appointment of David Morrall as Chair of the Remuneration Committee for an initial term of three years, commencing on 1st August 2025.
- v) The appointment of Gerry McDonald as a member of the Audit and Risk Committee and Governance Committee commencing on 1st August 2025.
- vi) The appointment of Sanam Aurora as a member of the Audit and Risk Committee commencing on 1st August 2025.
- vii) The appointment of Muniya Barua as a member of the Remuneration Committee commencing on 1st August 2025.

10. People, Finance and Resources Committee

For Noting - Presented by Urmi Dutta- Roy

The Board of Governors received the report of the 12 June 2025 People, Finance and Resources Committee.

10.1. Annual HR report

For Approval - Presented by Chloe Milano

The Board of Governors considered the Annual HR report on the recommendation of the People, Finance and Resources Committee.

Conclusions:

The Board of Governors noted the Annual HR report and approved part 1 for publication.

10.2. Estates Strategy update

For Noting - Presented by Eugene McCrossan

The Board of Governors considered a report which presented an update on progress and performance against the Estates Strategy including the Carbon and Environmental Management Plan.

Conclusions:

The Board of Governors noted the report.

11. Audit and Risk Committee

For Approval - Presented by Usman Khan

The Board of Governors considered a report of the Audit and Risk Committee's 14th May 2025 meeting.

The Chair of the Audit and Risk Committee drew the Board's attention to the section of the report which related to the Payroll Internal Audit report which received a 'no assurance' rating. A link to the full report was provided in the meeting pack to Governors. Significant progress had been made in implementing the recommended actions, the implementation of which would be monitored by the Audit and Risk Committee.

11.1. Risk Management update, Risk Management Policy and Statement of Risk Appetite

For Approval - Presented by Eugene McCrossan

The Board of Governors considered a report that presented an update on Risk Management, an updated Corporate Risk Register (with tracked changes) and a review of the Risk Management Policy and Statement of Risk Appetite for review and approval.

The Board noted that the Statement of Risk Appetite would be subject to further review following the approval of the University's new strategic plan. The Board also requested that it be added to the Board's work plan for consideration on an annual basis at the Board's Strategy Day.

Conclusions:

The Board of Governors reviewed the Corporate Risk Register, noted the update and approved the Risk Management Policy and Statement of Risk Appetite.

11.2. *OfS Conditions of Registration mapping exercise

For Noting - Presented by Nikki Le Faou

The Board of Governors noted the annual OfS Conditions of Registration mapping exercise which outlined arrangements in place to ensure that each of the conditions were met.

11.3. *Cyber Security Update

For Noting - Presented by Eugene McCrossan

The Board of Governors received the Cyber Security update.

11.4. *Health and Safety Quarterly update

For Noting - Presented by Eugene McCrossan

The Board of Governors considered a general update on the status of Health and Safety Management across the University for the period from January - April 2025.

The Board noted that there had been improvements in the number of Fire Wardens trained, with all SLT, Deans and Directors having completed the training. The Audit and Risk Committee would continue to monitor compliance in this area.

Conclusions:

The Board noted the Health and Safety Quarterly update report.

12. Academic Board

For Noting - Presented by Petra Wend and Julie Hall

The minutes of the Academic Board would be circulated following the meeting, items recommended for approval by the Board of Governors on the recommendation of the Academic Board had been presented separately.

12.1. Degree Outcomes Statement

For Approval - Presented by Nona McDuff

The Board of Governors approved the Degree Outcomes Statement on the recommendation of the Academic Board.

12.2. Student Protection Plan

For Approval - Presented by Nona McDuff

The Board of Governors approved the Student Protection Plan on the recommendation of the Academic Board.

13. Remuneration Committee (non-confidential minutes)

For Noting - Presented by Andrea Stark

The Board of Governors received the minutes of the June meeting of the Remuneration Committee. In presenting the minutes, the Chair of the Remuneration Committee confirmed that the meeting had comprised a thoughtful and reflective discussion, taking into account the developing sectoral context. It was agreed that objectives should be developed to ensure a strong link to the University's strategic plan, and to enable objectives to be set in a way that allowed flexibility to respond to the changing sectoral landscape throughout the year.

14. Board effectiveness reflections, AOB and close

The Board reflected on the effectiveness of the meeting, noting that there has been a significant volume of business on the agenda. It was noted that there had been robust conversations and challenge, with the meeting being managed to ensure a focus on key considerations for the University at present.

Actions from June 2025 Board of Governors meeting

Item	Action	For action by who	By when	Update
Strategic Plan 2025/26- 2030/31	In considering each of the strategy themes, the Board requested additional detail be presented to a future meeting on 'Respected Research' and on what the refreshed focus on the 'Community Engagement' strand would look like, noting that this would be the strand that would be subject to the most significant change.	VC	October/ November 2025	Community engagement on agenda for October, 'Respected Research' to be addressed at November meeting.
Strategic Plan 2025/26- 2030/31	The Board also requested that the next iteration of the strategy be updated to include more detail around markets and responding to opportunities.	VC	October 2025	To be included in next steps
Strategic Plan 2025/26- 2030/31	The Board requested that updates to the plan be shared over the summer, with the option to schedule an additional session if needed. This would allow for input ahead of the October meeting, where the new strategy was expected to be approved.	VC	October 2025	Changes to timing of strategic plan approval following consultation with the Chair
Academic Board minutes	The minutes of the Academic Board would be circulated following the meeting.	Governance Officer	ASAP after meeting	Completed