
**Minutes of the 91st Board of Governors
MG3-15, Moorgate****30 November 2017
12:00 –13:30**

Governors present:

Mr Mark Anderson (Chair)
Ms Rolande Anderson
Ms Renarta Guy
Ms Fionnuala Duggan
Ms Harini Iyengar
Mr Adrian Kamellard
Mr Tony Millns
Ms Ann Minogue
Mr Michael Murphy
Mr Alex Tarry
Prof. John Raftery, Vice
Chancellor
Mr Tunde Toki
Ms Cécile Tshirhart
Prof. Dianne Willcocks
Dr Shefaly Yogendra

Others in attendance:

Ms Lynn Burke, OC IOC Programme Director
Ms Nicola Cahill, Assistant University Secretary (minutes)
Dr Elizabeth Charman, Pro-Vice Chancellor Academic Outcomes
Mr John Duffy, Chief Operating Officer
Mr Peter Garrod, University Secretary and Registrar
Prof. Dominic Palmer-Brown, PVC Employment Outcomes
[REDACTED] s.43(2) FOIA - commercially sensitive
Ms Pamela Nelson, Chief Financial Officer

Welcome, apologies and announcements

1. The Board received apologies from Incoming Governor Cathy McCabe.
2. [REDACTED] s.43(2) FOIA - commercially sensitive

Declarations of interest

3. Governor Fionnuala Duggan declared her interest as an employee of Informa, which provided services to the the University for some on-line learning courses.
4. There were no other declarations of interest.

Minutes of the last meeting and matters arising**BG 91/1.1**

5. The Board approved the minutes of the last Board of Governors meeting held on 5 October 2017 as a correct record.
6. There were no matters arising.

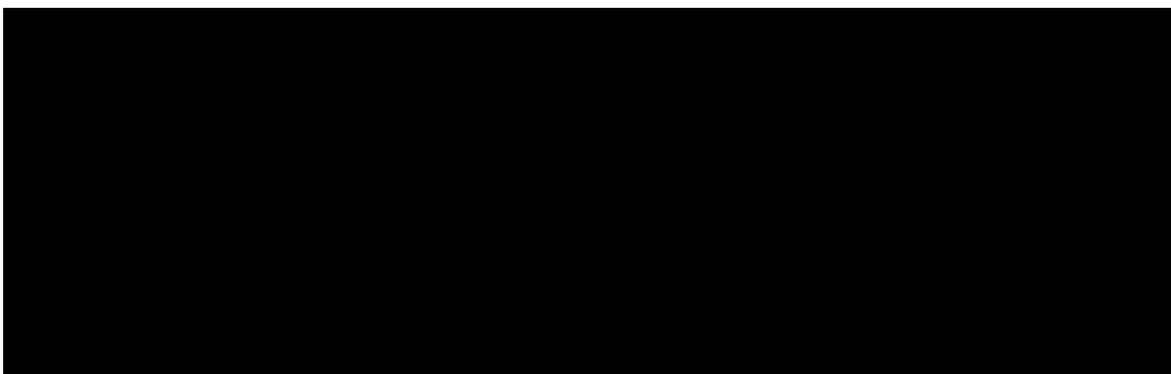
Vice-Chancellor's General Report**BG 91/2.1**

7. The Board received the Vice-Chancellor's General Report and noted the following points:

Office for Students Regulatory Framework: the Board was advised that the government proposed to implement the Regulatory Framework over the course of 2018 and 2019, after the Office for Students (OfS) replaced HEFCE and OFFA in April 2018. It was highlighted that the transitional period would be complex, as it was anticipated that aspects of the current regulatory system and elements of the new framework would initially operate in parallel. The University would be required to apply to enter the OfS's register of providers in the 'approved (fee cap)' category if it wished to access student loan support and grant funding and to charge higher tuition fees from 1 August 2019. The register of providers would be published in September 2018. Assuming London Met's application was successful, the University would be required to comply with initial registration conditions and with a limited set of the proposed framework's ongoing registration conditions. The full set of ongoing registration conditions would come into effect in August 2019.

The University would respond to the ongoing consultation on the proposed Regulatory Framework. The Senior Leadership Team would continue to assess and monitor the implications the Framework as it developed, and would oversee the process of preparing the University's application to enter the register of providers.

Medium-term Strategy Review (MTSR): the Board was advised of the review which had commenced to enable adjustments to the University's medium-term strategy in light of the changes and challenges in the operating environment which had arisen since the implementation of the current Strategic Plan in 2015. The Board's meeting in January 2018 would be preceded by a workshop for Governors on the University's estates programme, to help Governors better understand the range of interconnected components and options for the development of the estate. Workshops for Governors on the MTSR would be scheduled in mid-February 2018, in preparation for consideration of the final report of the review at the Board's meeting in March 2018. It was considered prudent to pause major new decisions relating to estates investment until the MTSR had been completed.



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Apology to students: an all-student email from the Vice-Chancellor on 14 November had apologised for timetabling and enrolment issues encountered by some students at the start of the academic year, and had confirmed that all students would be entitled to free printing until the end of the term.

In discussion, it was noted that the issues had occurred at a time of considerable change in the University, linked to efforts to achieve the financial sustainability targets set by the Board. Work was underway to review processes and to ensure that lessons were learnt from the experience to avoid the problems being repeated, which Governors agreed should be the priority. The Staff Governor noted that the UNISON trade union had raised concerns about the risks posed by the pace of the restructuring of Student Journey and the use of temporary staff. The Vice-Chancellor explained that the apology to students was part of changing the culture at London

Met to one which proactively addressed problems and apologised for them when they occurred. Officers offered their thanks to the Students' Union President for the support of the Students' Union in helping to address the problems. It was noted that the Vice-Chancellor's email to students had been welcomed by the Students' Union's trustees.

Conclusion:

- 8. The Board noted the key updates in the Vice Chancellor's General Report.

Student Governor's report

BG 91/3.1

- 9. The Board considered the Student Governor's report. The report highlighted the Students' Union's work in developing a Student Voice Community to build engagement from students; the Students' Union's support for the Student Led Module Feedback (SLMF) scheme; the successful completion of the move of the Students' Union from 'J' Block to improved facilities in the Harglenis Building; and the variety of successful events which had taken place throughout Black History Month. The Board welcomed the approach adopted to Black History Month, which had focused on celebrating the achievements of Black people. Governors would be invited to the formal opening of the Students' Union's premises in the redeveloped Harglenis Building.

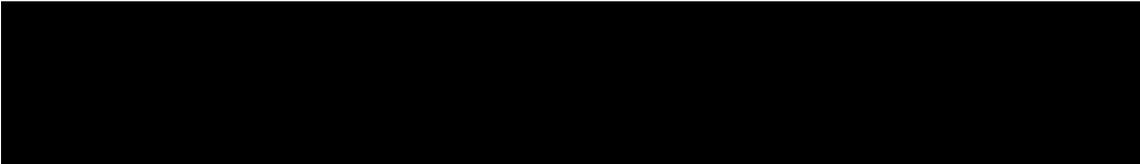
Conclusion:

- 10. The Board welcomed the Student Governor's report.

Student numbers update

BG 91/4.1

- 11. The Board of Governors considered an update from the Chief Operating Officer on new and returning student enrolments and the current recruitment position for Spring 2018 entry. Applications for Spring entry were running level with the same point in 2016, and unconditional and conditional firm acceptances were up. Meetings had been held with all Schools to review their Spring 2018 entry strategy.

- 12. 

s.43(2) FOIA - commercially sensitive

Conclusion:

- 13. The Board of Governors noted the student numbers update.

2017/18 budget and financial forecasts update

BG 91/4.2

- 14. The Board of Governors received an update on the 2017/18 budget and financial forecasts, including the financial management information for October 2017. As the University was likely to be able to manage any shortfall in revenue should student numbers fall below target after Spring 2018 enrolment, it was not currently proposed to change the 2017/18 forecast.

15. In discussion, it was noted that the forecasts included provision for investment in London Met Global Online and apprenticeships, but not assumptions about income from the two initiatives previously approved by the Board. This would be reviewed as business cases were developed.

Conclusion:

16. The Board noted 2017/18 Budget and financial forecasts update.

OC I OC implementation update

BG 91/4.3

17. The Board of Governors considered an update on the implementation of the One Campus I One Community workstreams. The report noted the progress on 'C' Block, the move of the Students' Union to the Harglenis Building, the completion of the refurbishment of Calcutta House, and the design work underway on 'J' Block and the Holloway courtyard.
18. The Board were advised as to OC I OC work underway related to the implementation of PISO learning and teaching Initiatives. A staff training programme was in progress, with sessions including optimising the virtual learning environment and using the new classroom touch screens for collaborative learning to facilitate the integration of new technology into the University's pedagogy.
19. The Staff Governor noted the planned restructuring of ITS and the ongoing restructurings in Finance and Academic Business Administration. It was agreed that consideration would be given to updating the Corporate Risk Register (CRR) to include a risk related to organisational change when the CRR was next reviewed by the Senior Leadership Team. It was noted that an external review had been conducted of ITS, following which an IT Strategy was being developed and would come to the Finance and Resources Committee to consider.

Conclusion:

20. The Board noted the OC I OC update.

Audited 2017/17 financial statements and commentary, letter of representation, and external audit ISA 260 management report (management letter)

BG 91/5.1

21. The Board considered a report which provided the following for approval: the financial statements for 2016/17; a commentary on the financial results for the year ended 31 July 2017, explaining any major changes from the forecasts submitted to HEFCE in July 2017; the letter of representation to the external auditors, KPMG; and the ISA 260 Report (also known as the 'management letter') prepared by KPMG pursuant to their audit of the University. It was noted that KPMG had issued a 'clean' audit opinion and were content that the financial statements had been prepared on the basis that the University was a going concern.
22. The financial statements had been reviewed by both the Finance and Resources Committee and the Audit Committee. The letter of representation had been reviewed by the Audit Committee and the Senior Leadership Team, while the draft ISA 260 report had been reviewed by the Audit Committee.

Conclusion:

23. The Board:
- i) Approved the Financial Statements for 2016/17;
 - ii) Approved the financial results commentary for 2016/17 required by HEFCE;
 - iii) Approved the letter of representation, and;
 - iv) Approved the Audit Highlights Memorandum and Management Letter (ISA 260 report) prepared by KPMG.

Annual Sustainability Assurance Report (ASSUR)

BG 91/5.2

24. The Board of Governors considered the draft Annual Sustainability Assurance Report, which was an optional component of the Annual Accountability Returns to HEFCE. The report covered the period to the financial year-end (31 July 2017). The report had been recommended to the Board by the Finance and Resources Committee.

Conclusion:

25. The Board of Governors approved the ASSUR for signature by the Vice-Chancellor as accountable officer, subject to the correction of a typographical error relating to the Margin for Sustainability and Investment (MSI).

Final 2016/17 Internal Audit Annual Report

BG 91/5.3

26. The Board of Governors considered the 2016/17 Internal Audit Annual report, which had been prepared by the internal auditors (PwC) to meet the requirements of the Memorandum of Assurance and Accountability with HEFCE.
27. The report provided the internal auditors' view on the adequacy and effectiveness of the University's arrangements for risk management, control and governance, and economy, efficiency and effectiveness (value for money). The report had been reviewed by the Audit Committee at its meeting on 21 November 2017.

Conclusion

29. The Board of Governors approved the 2016/17 internal Audit Annual Report.

2015/16 Audit Committee Annual Report

BG 91/5.4

30. The Board of Governors considered the 2016/17 Audit Committee Annual Report, which had been approved by the Audit Committee at its meeting on 21 November 2017 for recommendation to the Board.

Conclusion

31. The Board approved the Audit Committee's Annual Report.

Annual report on compliance with the Prevent duty

BG 91/5.5

32. The Board of Governors considered the University's annual report on compliance with the 'Prevent' duty, which covered the year to 31 July 2017 and significant

events up to the submission of the report. The report had been considered at the meeting of the Audit Committee on 21 November 2017.

33. Governors noted that the 'Prevent' duty was the duty placed on universities and other public bodies under section 26(1) of the Counter-Terrorism and Security Act 2015 to have due regard, when carrying out their functions, to the need to prevent individuals from being drawn into terrorism.
34. HEFCE was responsible for monitoring the higher education sector's compliance with the Prevent Duty. HEFCE's monitoring framework required universities to submit an annual report on their compliance with the duty in 2016/17 by 1 December 2017, as part of the Annual Accountability Returns. The return to HEFCE was required to include data on events and speakers, operation of welfare policies, involvement in 'multi-agency referrals' and Prevent training for staff, along with a declaration relating to the University's compliance with the duty.

Conclusion

35. The Board of Governors:
 - i) Approved the annual report on the University's compliance with the 'Prevent' duty for submission to HEFCE, and;
 - ii) Authorised the Chair of the Board to sign the declaration on compliance with the 'Prevent' duty as required by HEFCE.

Annual Assurance Return

BG 91/5.6

36. The Board of Governors considered a report which advised that HEFCE required higher education institutions' accountable officers to confirm they had met their obligations under the Memorandum of Assurance and Accountability with HEFCE. The Annual Assurance Return – part of the Annual Accountability Returns to HEFCE - covered the period to the financial year-end (31 July 2017), and any issues that occurred until the date it was signed. The Annual Assurance Return had been reviewed by the Audit Committee at its meeting on 21 November 2017. The assurance statements in Part 2 of the return, relating to the Annual Provider Review process, had been approved in the preceding joint meeting of the Board of Governors and the Academic Board (BG-AB 03).

Conclusion

37. The Board approved the Annual Assurance Return and authorised the Vice-Chancellor to sign it.

Risk Management

BG 91/6.1

38. The Board considered the quarterly report on risk management from the University Secretary, which included the updated 2017/18 Corporate Risk Register (CRR).
39. It was noted that a new risk (CRR 32) relating to health and safety had been added in light of the fire on 12 October at Benwell Road and recent discussions about improvements to fire safety procedures and health and safety.

40. As noted in the discussion of the OC I OC implementation update (para. 19), consideration would be given in the next iteration of the CRR to adding a risk relating to organisational change.

Conclusion

41. The Board noted:
- i) The update on risk management across the University
 - ii) The 2017/18 Corporate Risk Register.

Fire at Benwell Road

BG 91/7.1

42. The Board of Governors considered a report on the fire which had taken place at Benwell Road on 12 October 2017, and the management response to the report's recommendations which had been approved by the Senior Leadership Team (SLT). The report and management response had been considered by the Health and Safety Committee, the Finance and Resources Committee and the Audit Committee at their meetings in November 2017.
43. The Board of Governors acknowledged that the University's response to the fire had been professional and robust and that updates to business continuity planning would be undertaken to reflect lessons learnt. The Board were pleased to note that the SLT had adopted a transparent approach to information sharing around the event. Governors highlighted the importance of disseminating information about the actions being taken to prevent reoccurrence, to provide reassurance to students and staff. An update on the actions taken in response to the fire should be provided to Governors in due course.

Conclusion

44. The Board of Governors noted the report on the fire at Benwell Road.

Report of the Governance Committee

BG 91/8.1

45. The Board considered a report which presented the Governance Committee's recommendations for the award of appropriate Honorary Doctorates of the University, and terms of reference for the Remuneration Committee and revised terms of reference of the Finance and Resources Committee. The Board was also asked to approve a re-appointment to the Board and revisions to the Governor Skills Matrix and Appointment and Policy Process.

Conclusion

46. The Board of Governors approved:
- i) the recommendations for the award of appropriate Honorary Doctorates of the University;
 - ii) the terms of reference for the Remuneration Committee and revised terms of reference of the Finance and Resources Committee;
 - iii) the appointment of Governor Rolande Anderson to a second three-year term on the Board commencing 1 August 2018, and;
 - iv) approved the revisions to the Governor Skills Matrix and Appointment and Policy Process.

Report of the Finance and Resources Committee**BG 91/8.2**

47. A meeting of the Finance and Resources Committee had taken place on 6 November 2017.

Conclusion

48. The Board of Governors received the report of the meeting of the Finance and Resources Committee. The recommendations contained in the report had been approved in other items on the agenda. The Board noted the information provided regarding the Committee's decisions relating to the settlement of the rent reviews of Calcutta House and Moorgate.

Report from the Academic Board**BG 91/8.3**

49. A meeting of the Academic Board had taken place on 8 November 2017.

Conclusion

50. The Board of Governors received a report of the meeting of the Academic Board. The recommendations contained in the report had been approved at the preceding joint meeting of the Board of Governors and the Academic Board.

Report of the Audit Committee**BG 91/8.4**

51. The Audit Committee had met on 21 November 2011.

Conclusion

52. The Board received the report of the meeting of the Audit Committee on 21 November 2017. The recommendations contained in the report had been approved in other items on the agenda.

Any Other Business

53. The Board was advised that the University Secretary had accepted the role of University Secretary at the University of Greenwich. His leaving date had yet to be confirmed, but would be after the Board's meeting in January 2018.

CHAIRMAN _____

Action table

Item	Para / Action	For action by who	To be actioned by when	Update on action (as at XX.XX.18)
Risk Management BG 91/6.1	Para. 39 – Consideration would be given to updating the Corporate Risk Register to include a risk relating to organisational change.	University Secretary	March 2018 Board of Governors meeting	-
Fire at Benwell Road BG 91/7.1	Para. 42 – Update to Governors on the implementation of actions in response to the fire at Benwell Road	Chief Operating Officer	March 2018 Board of Governors meeting	-