

**Minutes of the forty fifth meeting of the Board of Governors held
on 29 September 2010**

Present: Clive Jones – Chair
Yeashir Ahmed
Laura Carstensen
Kay Dudman
Katherine Farr
Emir Khan Feisal
Prof Malcolm Gillies
Rob Hull
Maureen Laurie
Tony Millns
Ann Minogue
Dr Daleep Mukarji
Mark Robson

In attendance: Sean Connolly, Director of the Programme Office
Lyn Link, Director of Human Resources
Paul Lister, Deputy Vice-Chancellor (Research and
Development)
Pam Nelson, Director of Finance
Rachel Thomas, Assistant Secretary
Jonathan Woodhead, Executive Secretary

Dr Ray Smith, Academic Registrar) For
Graham Taylor-Russell, Deputy Academic Registrar) presentation

Clerk to the Board: John McParland, Clerk to the Board

Apologies: Bob Morgan, Dianne Willcocks

595. Presentation - Joint Standards Board (JSB)

The Board received a comprehensive presentation from Dr Ray Smith and Graham Taylor-Russell on

the work of the Joint Standards Board (JSB), the membership of which included three Governors. It was noted that the JSB had provided a mechanism by which Governors could have assurance about the academic standards of the University and was unique to LondonMet. The Board noted the context, and an example of how a topic would have been presented to the JSB on degree results and classification.

The following points were noted:

- That the tables of degrees awarded over time did not include franchised or collaborative provision.
- That an understanding of the complexities of Academic Strategy, Standards and quality was no more difficult than any issues of strategy and policy to be considered by a corporate Board.
- That a summary of the work on progression and funding completions would be circulated to Governors

(Action: Academic Registrar, Dr Ray Smith)

- That the JSB had not considered allegations that certain levels of student performance may be in contention with degree quality. It was noted that this could be considered ie in the Terms of Reference.
- That the current status of the JSB was that it had been held in abeyance following the resignation of past Governors. It was noted that this should not be an issue during the forthcoming Quality Assurance Agency (QAA) visit when it would be made clear why recent meetings had not taken place.
- That in the forthcoming Governance review, the sub-committee structure of Academic Board would be included. It was also noted that the relationship between the Board of Governors and Academic Board was of vital importance.
- That plagiarism was something the University needed to guard against and how to monitor this needed to be considered by the Academic Board.

(Action: Deputy Vice-Chancellor (Academic), Bob Aylett)

It was agreed that the matter of whether the JSB was an appropriate forum to enable Governors to be confident about the University's academic standards and quality of the student experience would be referred to the Governance Committee for consideration as part of its effectiveness review.

(Action: Chair of the Governance Committee, Tony Milns)

It was noted that a copy of the presentation would be sent to the Chair of the Governance Committee together with a copy of the work being undertaken by Robin Middlehurst.

(Action: Clerk to the Board, John McParland)

The Board thanked the Academic Registrar and the Deputy Academic Registrar for the useful presentation.

596. Appointments of Chair and Vice-Chair
(Agenda item BG 45/1)

It was noted that as it was the first meeting of the Board in the academic year it was necessary to appoint a Chair and Vice-Chairs for the ensuing year in accordance with Article 8 of the Memorandum and Articles of Association. The Vice-Chancellor took the Chair.

The Board noted the report and noted the recommendations of the Governance Committee for the appointment of the Chair and Vice-Chair.

The Board approved the following appointments:

- a) the appointment of Clive Jones as Chair, proposed by Rob Hull and seconded by Daleep Mukarji.
- b) the appointment of Mark Robson as Vice-Chair, proposed by Clive Jones and seconded by Tony Milns.

It was noted there was a provision in the Articles for a second Vice-Chair and that this would be considered by the Governance Committee.

(Action: Clerk to the Board, John McParland)

597. Announcements

It was noted that this was the first Board meeting for the newly appointed Lay-Governors, Laura Carstensen, Katherine Farr, Maureen Laurie and Ann Minogue. It was also noted that this would have been the last meeting for Bob Morgan, Academic Board Governor. The Board acknowledged the contribution Bob had made to the work of the Board and recorded its thanks to him. A new Academic Board Governor would be appointed before the November Board.

598. Minutes of the meeting held on 30 June 2010
(Agenda item BG 45/2)

The minutes of the meeting held on 30 June 2010 were confirmed as a correct record and signed by the Chair.

599. Matters Arising

Minute 576 – Student Progression and the rights to re-sits

It was noted that Academic Board would be considering the matter at its next meeting.

Minute 579 -Senior Management Group and Executive Group Arrangements

It was noted that one of the new Governors who had recently met three Deans reported that they had welcomed the new arrangement of Deans serving on the Executive Group and the Vice-Chancellor reported that Senior Staff had agreed that it was very helpful.

Minute 581 – HEFCE’s Assessment of Institutional Risk

It was noted that Sir Alan Langlands had not been able to attend the meeting but had indicated that he would be able to attend a future meeting.

Minute 583 – Management Information

It was noted that a report on Fee and Debt policy would be submitted to the next meeting of the Board.

(Action: Director of Finance, Pam Nelson)

600. General Report

(Agenda item BG 45/4.1)

The Board received and noted the General Report from the Vice-Chancellor.

The following additional points were also noted:

- That a 0.4% pay offer had been made by the Employers, and the University and College Union (UCU) had disputed this. It would now be a matter for the Advisory, Conciliation and Advisory Service (ACAS).
- That there would be an announcement tomorrow afternoon about the retirement of one of the University’s Deans.
- That Board decisions may be necessary before the November Board about matters concerning changes to the Senior Staff and that it may be necessary to hold a special meeting of the Board.
- That a complaint had been made to the Institute of Chartered Accountants (ICA) and the Vice-Chancellor felt that he had an obligation to inform the Board. The Board noted the report and agreed no further action was necessary.

The following comments were noted:

- That the University was well prepared for the QAA visit.
- That a new Director of Marketing and Communication had been appointed and a pro-active stance had been taken to recent news stories.
- That a HEFCE Assurance visit was planned for April.

601. Strategic Plan (2010 – 2013) update

(Agenda item BG 45.4.2)

The Board received the report on the Strategic Plan from the Vice-Chancellor. It was noted that the implementation of the plan was on target.

The following points were noted:

- **Review of Pay and Award**
That a tender was currently out on this Review and that the membership of its Advisory Board was currently being finalised. It was noted that this would include at least two members of the Board of Governors. The Chair and Vice-Chair of the Board would agree the final members.
- **Strategic Development fund (SDF) bid**
That more use should be made of University expertise ie Computing Faculty. How this could be done would be determined once the outcome of the bid was known. The bid and the possible outcome were a matter for discussion at the Finance and Human Resources Committee on 22 September. It was noted that the Director of Finance would be providing a report on the key sensitivities (The tabled minutes referred BG 45/9.4). The success of the bid was essential and capital expenditure was being maintained at current levels.
- **Master Planning and Undergraduate Reviews**
It was noted that the work on both the above reviews need to be twin-tracked to ensure timescales were met. The Master Planning review was being undertaken by the Director of Estates.
- **ICT**
That the use of software was being thoroughly reviewed and the elected staff governor would discuss this issue further outside the meeting with the Deputy Vice-Chancellor (Research and Development).
- **UCU**
That the Board noted the report. It was noted that the issues raised would be addressed by the Advisory Board as part of the Review of Pay and Reward. The Board felt it was appropriate for such reports from UCU to be forwarded to the University Secretary for presentation to the Board.

602. Student Recruitment
(Agenda item BG 45/4.3)

The Board received and noted the report on Student Recruitment introduced by the Vice-Chancellor.

The following points were noted:

- That Governors would like a briefing paper on national and international partners.

(Action: Deputy Vice-Chancellor (Academic), Bob Aylett)

- That the Board could be confident that the Admission figures were accurate within the tolerance level. It was noted that a number of “early walkers” would be expected with the first few weeks but that there would be a second opportunity to meet target numbers through a 2nd Semester intake.

- That in terms of total income the University was not expecting a shortfall in international students, although there had been problems and delays for students obtaining visas under the new Points Based System. The figures indicated that target numbers would be met.

It was noted that the Board would be kept up to date on recruitment figures.

(Action: Deputy Vice-Chancellor (Academic), Bob Aylett)

603. Eversheds Report into the Role of Senior Staff
(Agenda item BG 45/4.4)

The Board received and noted the tabled Draft Press Release on the Eversheds Report.

The staff and student Governor and all officers left the meeting while the report was discussed by the Board.

The Board received and accepted Eversheds Summary of the Final Report to the Governing Body of London Metropolitan University subject to certain corrections of fact.

The Board agreed to the public release of the report, accompanied by an appropriate press release.

(Action: Vice-Chancellor, Malcolm Gillies)

604. Research Institutes
(Agenda item BG 45/4.5)

The Board received and noted the report on Research Institutes.

It was noted that in future it would be helpful if organisational charts/diagrams could be provided with reports where they described structures.

(Action: Deputy Vice-Chancellor (Research and Development) Paul Lister/Clerk to the Board, John McParland)

605. Update on Risk Management
(Agenda item 45/4.6)

The Board received the report on Risk Management. It was noted that all faculties and major Professional Services Departments (PSDs) had an operational risk register based on the corporate model.

The following points were also noted:

- That the selection of risks in the Register was based on rating of residual risk.
- That 100 different risks had been identified across the University and between. 30 and 40 of these were significant.

- That pass rates had been included under Risk 5 on Page 47 – Failure to Maintain Academic Standards. It was noted that this issue would be considered by the newly constituted Academic Board.

(Action: Deputy Vice-Chancellor (Academic), Bob Aylett)

The Board congratulated the Director of the Programme Office on the work he had undertaken on the Risk Register to embed it into the culture of the University.

It was noted that the Risk Register would be submitted to the Audit Committee on 26 October.

(Action: Director of the Programme Office)

606. Proposed suite of Performance Indicators (PIs)
(Agenda item BG 45/4.7)

The Board received the report on Performance Indicators. The Board made the following points:

- the targets may not be ambitious enough and should be benchmarked with the University's peers and not overall sector figures. The Vice Chancellor considered that given the current position of the University and with the Comprehensive Spending Review on the horizon it would be better for morale within the University not to stretch the targets. These targets had been discussed at length with the Higher Education Funding Council (HEFCE). The PIs were also included in the SDF bid and it would not be advisable to change these now.
- Indicators reported to the Board should include the financial indicators linked to the Financial forecasts. Financial PIs to be reported to the next Board with the Forecasts.

(Action: Director of Finance, Pam Nelson)

- that Staff Costs as a % had been reduced in all areas except Management. It was noted that resources were being moved from support staff areas including management to research and teaching activities with a continual erosion of non-teaching staffing levels.

607. Draft Results for 2009-10
(Agenda item BG 45/5.1)

The Board received the report on the Draft Results for 2009-10 and Governors noted the clear narrative in the report which explained the current position.

The following points were also noted:

- that more work would be done on indicators of financial health

- that it was not expected that any problems would be encountered with the Auditors in demonstrating that the University was a going concern
- that the Audit Committee would be reviewing the accounts on 26 October and thereafter they would be submitted to the Finance and Human Resources Committee on **3rd November** (not 27 October)

608. Budget 2010-11
(Agenda item BG 45/5.2)

The Board received the report on the Budget 2010-11 and noted the proposed budget revenue Headlines.

The following points were noted:

- that the repayment to HEFCE of £4.3m had been deducted from the fee income due from HEFCE
- that all the asbestos has been stripped out from Stapleton House and that a decision on the refurbishment options awaited the master planning review
- that the budget had been discussed with SMG, Executive Group and considered in depth at the Finance and Human Resources Committee on 22 September (tabled minutes refer BG 45/9.4). The Finance and Human Resources Committee recommended the budget to the Board.

The Board on the recommendation of the Finance and Human Resources Committee approved the budget for 2010-11 on the understanding that there would be a revised budget if necessary as a result of the Government's Comprehensive Spending Review.

609. Capital Budget 2010-11
(Agenda item BG 45/5.3)

The Board received the report on the Capital Budget. It was noted that this had been considered by the Finance and Human Resources Committee. The Committee had not been willing to recommend approval of a large sum of expenditure on Stapleton House in advance of the outcome of the Estates Master Plan.

On the recommendation of the Finance and Human Resources Committee the Board approved:

A block information Systems and Services capital budget of £3.2m.

A block Estates capital budget totalling £3.6m broadly allocated between

- Minor works £1.2m
- Furniture and Non IT Equipment £0.4m
- Building plant and fabric replacement £2.0m

It was noted that if the Strategic Development Fund bid currently with HEFCE was unsuccessful the capital budget would need to be revisited. It was also noted that a sensitivity analysis would be undertaken in case of this eventuality which could be presented to the Board.

(Action: Director of Finance, Pam Nelson)

610. Financial Forecasts- update

(Agenda item BG 45/5.4)

The Board received the report on Financial Forecasts and noted the comments by the Director of Finance. The following points were also noted:

- that the linkage between fees and reduction in grant was the gross figure
- that in the light of Lord Browne's review and the Comprehensive Spending Review governors would like more time at the next meeting to debate any issues arising, ie recruitment, fees

The Board agreed that reports should be streamlined to enable Governors to spend more time debating the most significant issues at future meetings.

(Action: Clerk to the Board, John McParland)

It was also noted that a statement would be needed by late November for the University community in the form of a major address by the Vice-Chancellor in the wake of the Comprehensive Spending Review and the Browne Report.

(Action: Vice-Chancellor, Malcolm Gillies)

611. Student Data Returns

(Agenda item BG 45/5.5)

The Board received the report by the Deputy Vice-Chancellor (Research and Development) and noted the current status of the HESA and HESES returns and the mechanism that had been put in place to improve the quality and accuracy of the data. Governors also noted the detailed account by the Deputy Vice-Chancellor on the work that had been done in this area.

The following points were also noted:

- that there was a requirement for students to notify changes in their records and a method by which students could update their own records. The balance between self servicing and the University pro-activity checking was being changed. It was noted that the Students Union (SU) were actively pursuing this through publicising the need for all students to engage fully and consistently with their studies.

It was agreed that the Deputy Vice-Chancellor (Research and Development) would provide the Board with a "Road Map" of what needed to be done to re-engineer the IT

system, including timescales, resources. The Board stressed the importance of having a system that was fit for purpose and that the funding would need to be found to support changes.

(Action: Deputy Vice-Chancellor (Research and Development), Paul Lister)

612. Review of Governance
(Agenda item BG 45/6.1)

The Board received the report on Review of Governance.

The following points were noted:

- that review of the JSB should be included in the Terms of Reference under review of Committees
- that the review process would be internal initially

It was noted that the Governance Committee at its next meeting would consider the approach to be taken to execute the review and a full proposal on the process would be submitted to the next meeting of the Board.

(Action: Chair of the Governance Committee, Tony Milns/Clerk to the Board, John McParland)

613. Appointment to Committees and Board
(Agenda item BG 45/6.2)

The Board received the report on Appointment to Committees and Board.

The Board approved on the recommendation of the Governance Committee:

- (i) the re-appointment of Rob Hull as an Independent Lay Governor to serve for the period 1 October 2010 to 30 September 2011
- (ii) the appointment of Katherine Farr as a member of the Audit Committee
- (iii) the appointments of Laura Carstensen and Ann Minogue as members of the Women's Library Council

The Board also noted the tabled paper on Membership of the Women's Library Council.

The Board also approved the recommendation for re-appointment of members of the Council whose terms of office came to an end on 30 September 2010, but initially for a period of 6 months to enable the newly appointed Governors as members of the Council to review the current membership and the operation of the Library. It was noted that the Clerk to the Board would arrange inductions for the newly appointed Governors.

It was noted that the membership terms of the Council should be staggered in the future.

(Action: Clerk to the Board, John McParland)

Committee Membership

It was noted that Committee Membership would be included in the Part Two report of the Agenda with the Current Membership of the Board.

(Action: Clerk to the Board, John McParland)

614. Internal Audit Provision

(Agenda item BG 45/6.3)

The Board received the report on the Internal Audit Provision and noted the comments from the Chair of the Audit Committee.

The Board on the recommendation of the appointed group delegated to consider the issues arising from the review conducted by Eversheds on the role function and operation of the Internal Audit Service approved:

- a) the withdrawal from the KCG Consortium by 31 July 2011
- b) the change in arrangements for the Audit Team for 2010/11
- c) that the University Secretary replace the Director of Finance on the KCG Consortium Board for the period to 31 July 2011
- d) that the Higher Education Funding Council (HEFCE) be informed of the Board's decisions

It was also agreed that those concerned should be informed of these decisions with immediate effect.

(Action: Clerk to the Board, John McParland)

It was also noted that the terms of appointments in 2011 of the Internal and External Auditors should be staggered.

The Chair of the Audit Committee confirmed that the next meeting of the Committee would consider the options for future Internal Audit Service provision.

615. Report from the Students Union

(Agenda item BG 45/7)

The Board received and noted the report from the President of the Students Union.

The following points were also noted:

- that the President of the Student Union would notify Governors of events

taking place that they would be invited to attend giving them sufficient notice

- that as part of the Governance Review the results from the Students Satisfaction Survey would be considered.
- the Board noted the comments by the SU President and the elected staff Governor on the suspension of payments for Performance Appraisal, Development and Award Scheme (PADAS) and Performance Related Pay (PRP). It was noted that this was being reviewed and the matter had been discussed at the Finance and Human Resources Committee. The Vice-Chancellor confirmed that the matter would be addressed by the Pay and Reward review. He stressed that he had not found in his discussions with the University that there was a consensus view on the schemes.

616. Any Other Business

Inductions

The elected staff Governor reported that the induction she attended had been extremely helpful but in future a session where Governors could meet students together with a limited number of staff should also be arranged

(Action: Clerk to the Board)

AGENDA PART TWO

617. The Board noted for information

(Agenda items BG 45/8.1 - BG 45/8.4)

- a) Dates for Future Meetings
- b) Current Membership
- c) Outline Agendas for Next Meetings
- d) Vice-Chancellor's Quarterly Report to HEFCE
- e) Financial Regulations update
- f) Awards Ceremonies
- g) Report from Academic Board
- h) QAA Briefing Document and SU Companion Document
- i) HEFCE New Financial Memorandum and Related Publications

618. The Board noted the unconfirmed Minutes of:

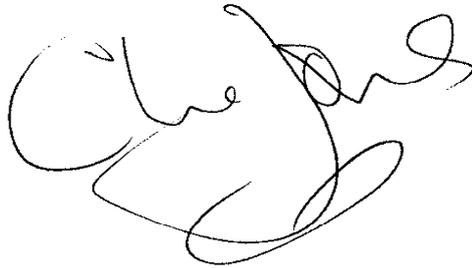
(Agenda items BG 45/9.1 – 45/9.4)

- a) The Minutes of the Women's Library Council – 6 July 2010
- b) The Minutes of the Finance and Human Resources Committee – 14 July 2010
- c) The Minutes of the Audit Committee – 21 July 2010

- d) The Minutes of the Finance and Human Resources Committee – 22 September 2010

619. Date of Next Meeting

It was noted that the date of the next scheduled meeting of the Board would take place on Wednesday 17 November 2010 at 5pm **Venue to be confirmed.**

A handwritten signature in black ink, appearing to read "C. Jones", written in a cursive style.