



CONFIDENTIAL

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**Board of Governors**

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**Minutes of the sixty-sixth meeting held on  
Thursday 26 September 2013**

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- Present:
- Clive Jones – in the Chair (except for minute 918.1)
  - Kathy Castle
  - Katherine Farr
  - Emir Feisal (from minute 921.1)
  - Malcolm Gillies – Vice-Chancellor
  - Rob Hull (in the Chair for minute 918.1)
  - Jason Jackson
  - Maureen Laurie (by conference call)
  - Tony Millns
  - Ann Minogue
  - Daleep Mukarji
  - Mark Robson
  - Cathy Sullivan
  - Dianne Willcocks
- In attendance:
- Paul Bowler, Deputy Chief Executive
  - Lynn Burke, Director, Office of Institutional Effectiveness
  - Sean Connolly, Director, Strategic Programme Office
  - Andy Downes, Programme Manager, SPO
  - Mark Harris, Deputy University Secretary (Board)
  - Peter McCaffery, Deputy Vice-Chancellor
  - Pam Nelson, Director of Finance

Alison Wells, University Secretary  
Jonathan Woodhead, Executive Officer  
Karen Dukes, PwC (until minute 922)  
Rob Jeffery, PwC (until minute 922)

**916 Welcome, apologies for absence, and Chair’s actions**

**916.1** [REDACTED] PD s.40  
[REDACTED] There were no apologies for absence.

**916.2** The Board ratified the action of the Chair in appointing Rob Hull as Chair of the Audit Committee [REDACTED] PD s.40

**916.3** The Board ratified the action of the Chair in appointing Avnish Savjani as a co-opted independent member of the Audit Committee and noted that Avnish had attended his first Audit Committee meeting at the University earlier in the week.

**916.4** The Board welcomed Cathy Sullivan to her first meeting as the Staff Governor.

**917 Declarations of interest**

The Board noted Mark Robson’s interest as a member of the Board of HEFCE.

The Board noted that the agenda item on LPFA pension developments potentially presented a conflict of interest for the Staff and Student governors. Kathy Castle and Jason Jackson confirmed that they were not members of the LGPS pension scheme. The Board noted Cathy Sullivan’s declaration that she was a deferred member. The Board also noted that some members of the Executive were members of the LGPS scheme.

**918 Election of Chair and Vice-Chairs for 2013/14**

**918.1** Rob Hull as Vice-Chair of the Board took the Chair and invited nominations for a Chair of the Board. Clive Jones was proposed and seconded. There being no other nominations, Rob declared Clive elected as Chair for 2013/14. Clive then resumed the Chair.

**918.2** Ann Minogue was proposed and seconded as a Vice-Chair of the Board for 2013/14, Rob Hull having been pre-elected at the Board meeting in July 2013. Clive Jones reported that Ann had indicated her willingness to serve if elected. The Board unanimously elected Ann as a Vice-Chair. She did not vote on her appointment.

**918.3** The Board thanked Mark Robson warmly for his service as Vice-Chair from 2010 and for his work as of the Audit Committee and then of the Chair of the Finance and Resources Committee.

**919 Minutes of the previous meeting (BG 66/1)**

The minutes of the meeting held on 4 July 2013 were confirmed as a correct record.

**920 Matters Arising**

**920.1 Tuition fee reduction (minute 901) (BG 66/2)**

The Board noted a report by Pam Nelson, which had been circulated by e-mail shortly after the last meeting.

**920.2 Report on demographic trends and competitor analysis (minute 902.1 refers)**

The Vice-Chancellor advised that this report would be presented to the Board at its next meeting.

**920.3 Other matters arising**

There were no other matters arising.



### 921.2 Performance in National Student Survey 2013 (BG 66/16)

Peter McCaffery reported that although the University's student satisfaction score had fallen this year, there had been increased student satisfaction with the provision of learning resources, assessment and feedback, and academic support. There were, however, two notable areas that required improvement, namely organisation and management (covering timetabling, rooming and communications) and 'teaching on my course'. This latter, he suggested, raised issues around the professional engagement of staff with their subjects and their motivation and further work was needed to understand the context for this deterioration

The Board noted the measures the University was taking to improve student satisfaction in the next NSS, in particular the CPD framework being validated by the Higher Education Academy. Governors also suggested that there was value in conducting a 'shadow NSS' and in seeking student feedback earlier through the use of focus groups.

### 921.3 Concluding discussion

The Board returned to consideration of PwC's report. Clive Jones suggested that the University needed a holistic plan to build on strengths and reduce weaknesses. That plan needed to address problem areas and to work on student recruitment and retention. He suggested that the Board at its strategy day in November should consider a draft plan put forward by the sub-group of three governors and three executive members supported by PwC to be implemented from 2015/16 onwards. Governors suggested that the afternoon 'Strategy Day' might be insufficient time and that there might be value in asking an external facilitator to lead the event. The Board asked the Vice-Chancellor and Executive to consider these points.

V-C  
and  
Exec

#### **Action: Vice-Chancellor**

Mark Robson gave his apologies for absence from the Strategy Day, but suggested an approach of considering what 'success by 2020' might look like could be valuable, and building strategy aimed at achieving that goal.

The Board **resolved** to delegate to the Chairman and the Vice-Chancellor the arrangement of a series of consultations and, where applicable, studies that would lead to

1. An informed discussion of the University's future options at the Board's Strategy Day on 15 November;

2. Firm proposals to be discussed with HEFCE on or about 21/22 November; and
3. Options to be approved by the Board at its meeting on 28 November.

**922 Finance matters**

**922.1 Revised student numbers for 2013/14 (BG 66/4)**

Lynn Burke presented a report and tabled updated figures showing (as at 26 September):

- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]

s.43 Commercially Sensitive

The Board noted that the current position was subject to change as recruitment progressed.

**922.2 Revised budget for 2013/14 (BG 66/5)**

Pam Nelson presented the current budget [REDACTED] [REDACTED]. She added that the July financial forecasts would in any case need to be revised for submission to HEFCE and would be coming to the Finance and Resources Committee and the Board in November.

s.43 Commercially Sensitive

**922.3 Approval of overdraft facility (BG 66/6)**

Pam Nelson presented a report and the Board noted the possible risks to cashflow that might occur in 2013/14. The Board accordingly **resolved** to accept the overdraft facility on the terms offered by Barclays Bank and authorised the Vice-Chancellor and the University Secretary to sign the facility agreement.

**922.4 Management information – draft outturn for 2012/13 (BG 66/7)**

Pam Nelson reported that the draft outturn currently showed an operating surplus of £2.1m and a small historical cost deficit due to accounting adjustments. Katherine Farr queried the implications of not meeting the key performance indicators agreed with HEFCE.

Pam advised that the University's performance was discussed at monthly meetings with HEFCE.

**923 Vice-Chancellor's reports**

**923.1 Vice-Chancellor's quarterly report to HEFCE and the Board (BG 66/8)**

The Vice-Chancellor presented his quarterly report. There were no questions.

**923.2 Vice-Chancellor's general report to the Board (BG 66/9)**

The Vice-Chancellor presented his report. Key points were:

- The legal challenges to the proposed renaming of the business school, which meant that an alternative needed to be considered. A name involving 'London Guildhall' was under consideration as a distinctive and City-focused name, but this would be subject to stakeholder consultation and there would not be an in-year change.
- The progress made in implementing the Nine-Point Action Plan, for which the Vice-Chancellor thanked Andy Downes for his hard work and focus.
- Discussions among the Executive and with Governors about changing the format and dissemination of Board papers, with a view to further improving Board performance.

**924 Student Governor's report (BG 66/10)**

Jason Jackson presented a report outlining a number of activities that were taking place with a view to achieving greater student engagement. The Board noted with pleasure that the legal incorporation of the Students' Union had been quickly followed by successful charity registration.

Rob Hull, speaking as an external trustee of the Students' Union, congratulated Jackson and his team on getting to grips with matters and thanked the University for its support for and co-operation with the new organisation.

**925 Updates on current matters**

**925.1 University’s claim for judicial review**

The Vice-Chancellor reported that a settlement had been reached with the Home Office and that he had that afternoon instructed Penningtons to withdraw the University’s case for judicial review, subject to the agreement of the Court. The consequence of proceeding with the case, he indicated, would be to incur a substantial amount of costs for a hearing [REDACTED]. He added that although a settlement had been reached, it was proving difficult to agree the wording of an announcement.

s.42 Litigation  
Legal Advice

Paul Bowler suggested that the University might hope to regain its Highly Trusted Sponsor status early in 2014, and noted that the Home Office would be auditing the University’s sponsorship compliance in November 2013.

Noting the approach likely to be taken by the Home Office and the difficulty in securing a joint statement on which both parties could agree, Governors tasked the Executive with delivering a well planned, highly tactical communications strategy to support the University’s position.

**Action: Vice-Chancellor**

**925.2 LSBF (BG 66/11)**

The Board noted Paul Bowler’s report and the LSBF’s unsatisfactory response [REDACTED].

s.42 Litigation  
s.36 Prejudice  
s.43 Commercially  
Sensitive

**925.3 Property disposals and general estates matters (BG 66/12)**

**925.3.1 Stapleton House**

Paul Bowler reported that the matter had progressed to a full application for planning permission and that he would be meeting Islington Council’s planning department tomorrow to discuss a number of points.

**925.3.2 Commercial Road**

The Board noted that this property was now on the market.

**925.3.3** [Redacted]

s.43 Commercially Sensitive

[Redacted]

DCE

**Action: Paul Bowler**

**925.4 Jewry Street (BG 66/13)**

This matter is the subject of a separate confidential minute.

**925.5 Women’s Library matters (BG 66/14)**

Paul Bowler reported that since his paper had been written the Board of the Heritage Lottery Fund (HLF) had considered, and was broadly supportive of, the University’s initial outline proposals to bring together London Met’s Special Collections into the former Women’s Library building. The HLF Board had indicated a willingness to consider a more detailed proposal from the University and wished to explore further with the University over the coming months some particular issues relating to that proposal. The Board welcomed this positive news.

**925.6 LPFA pension developments (BG 66/15)**

Paul Bowler presented a report and updated the Board in the light of a recent meeting with LPFA. The leadership of the LPFA had changed in the last year or so and the new board were taking a more proactive and interventionist stance. [Redacted]

s.43 Commercially Sensitive

[Redacted]

Paul reported that meeting had been positive and a number of points clarified orally for which he now awaited written confirmation. These were:

- That the University is a Scheme Employer rather than an

‘Admitted’ member;

- That the University had not misinformed its staff; and
- That the status of LMU’s staff was unchanged and remained consistent with that of other staff in other universities which are members of the Scheme.



s.43 Commercially  
Sensitive

**926 Governance (BG 66/17)**

Alison Wells reported that the Governance Committee at its meeting on Tuesday had decided to recommend adopting revised Articles which contained a specific schedule of University powers and allowed the making of regulations in respect of staff. This version had been circulated to Governors by e-mail. The next formal step would be to seek approval from the Privy Council and the Charity Commission.

The Chair requested Governors to send any comments on the proposed Articles to Alison Wells and Tony Millns by close of business on Friday 3 October.

**Action: Governors**

The Board **resolved** that, subject to there being no substantive matters raised by Governors by that date, the draft Articles should be submitted to the Privy Council and the Charity Commission for approval.

**927 Risk Management (BG 66/18)**

The Board noted a report from Sean Connolly. Rob Hull reported that the Audit Committee at its meeting on Tuesday had considered this report and that the Internal Auditors had congratulated the University on the progress made. He also reported that the Committee would be considering the Key Performance Indicators at its November meeting.

**928 Date of next meeting**

Friday 15 November at 1pm (lunch available from 12.15pm) – additional Strategy Day.

Thursday 28 November at 5pm.

**929 Any other business**

**929.1 New University student complaints procedure (tabled paper GC 66/19)**

Alison Wells reported that the new Student Complaints Procedure, which had been circulated electronically to Governors, had been approved by the Governance Committee after wide consultation within the University.

The Chair requested Governors to send any comments on the proposed Articles to Alison Wells and Tony Millns by close of business on Friday 3 October. Governors

**Action: Governors**

The Board **approved in principle** the Procedure and authorised its implementation with immediate effect, subject to any comments from Governors.

**929.2 Electronic Board papers**

Alison Wells informed the Board of the Governance Committee's decision to move to an electronic platform for board papers in order to drive down costs and improve efficient and effective working. She would now seek a supplier of electronic board paper services, and noted that reasonable adjustments could be made for Governors for whom the transition to an electronic system appeared to present challenges.

**930 Close of meeting**

There being no other business, the meeting closed at 7.32pm.

**Certified to be a true record:-**

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**Chair, 28 November 2013**

**Sixty-sixth Meeting of the Board of Governors, 26 September 2013**

**Action Sheet**

<u>Minute</u>	<u>Action</u>	<u>By</u>
921.3	To review the time slot allocated to the November Strategy Day and to consider using an external facilitator.	Vice-Chancellor and Executive
925.3.3	[REDACTED]	[REDACTED]
		s.43 Commercially Sensitive
926	To send any comments on the proposed draft revised Articles of Association to Tony Millns and Alison Wells by close of business on Friday 3 October.	Governors
929.1	To send any comments on the new Complaints Procedure to Alison Wells by close of business on Friday 3 October.	Governors