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**Board of Governors**

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**Minutes of the sixty-eighth meeting held on  
Thursday 30<sup>th</sup> January 2014**

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- Present:
- Clive Jones – in the Chair
  - Kathy Castle
  - Katherine Farr
  - Emir Feisal
  - Malcolm Gillies – Vice-Chancellor
  - Rob Hull
  - Jason Jackson
  - Tony Millns
  - Ann Minogue
  - Daleep Mukarji
  - Mark Robson (from minute 951.1)
  - Cathy Sullivan
  - Dianne Willcocks (until end of minute 958)
- In attendance:
- Paul Bowler, Deputy Chief Executive
  - Lynn Burke, Director, Office of Institutional Effectiveness (until end of minute 958)
  - Mark Harris, Deputy University Secretary (Board)
  - Peter McCaffery, Deputy Vice-Chancellor
  - Alison Wells, University Secretary and Clerk to the Board
  - Jonathan Woodhead, Executive Officer
  - Jim Port, Consultant, JM Consulting
  - David Noyce, HEFCE (until end of minute 954)
  - Allan Schofield – Consultant, Board Effectiveness Review (until end of minute 954)
  - John Lauwerys – Consultant, Board Effectiveness Review

(until end of minute 954)

**948 Welcome and apologies for absence**

**948.1** The Board welcomed David Noyce, Jim Port, Allan Schofield and John Lauwerys.

**948.2** The Board received apologies for absence from Maureen Laurie and for late arrival from Mark Robson.

**949 Declarations of interests**

The Board noted Mark Robson's interest as a member of the Board of HEFCE and Alison Wells' declaration of her interest, as University Secretary and Clerk to the Board of Governors, in the report of the Board Effectiveness Review. No other interests were declared.

**950 Minutes of the previous meeting (BG 68/1)**

The minutes of the meeting held on 28<sup>th</sup> November 2013 were confirmed as a correct record.

**951 Matters Arising not covered elsewhere on the agenda**

The Chair noted that the agenda contained three significant issues, namely the search for the next Vice-Chancellor, the Port report on the sustainability of the University, and the Board Effectiveness Review. He reminded Governors of the need to observe confidentiality in relation to all Board business and to these matters in particular, while assuring governors that there would be time within the meeting for a broad discussion.

**951.1 Search for the next Vice-Chancellor (minute 936.2 refers) (BG 68/2)**

Tony Millns, Chair of the Governance Committee, presented a report on the search process. The Board noted the briefing which gave an overview of the institution and a description of the role and person specification.

The Board was asked to consider the composition of the shortlisting and final interview panels. Governors were requested to submit nominations to Tony Millns by Friday 7 February.

Govs

**Action: Governors**

Staff governors suggested that it would be a positive step to involve staff at an early stage in the broader consultative process leading up to the next Vice-Chancellor's appointment. Meetings with the Trades Unions and individual Faculty Forums were suggested. The Chair said that while there may be scope for governors to meet staff groups to discuss the appointment, such meetings must not be used as a forum for other issues that were properly for the Executive.

The Board requested the Secretary to circulate the candidate brief to all Governors for information.

Univ  
Sec

**Action: Alison Wells**

**952 Vice-Chancellor's Reports**

**952.1 The Vice-Chancellor's General Report to the Board (BG 68/3)**

The Vice-Chancellor presented his general report to the Board. Key points were:

- The appointment of Ros Martin as Director of International Office, and the University's thanks to Mel McCarthy for having served as interim Director.
- The Strategic Overview of Risk, focusing this time on home undergraduate student fee income for 2014/15 and the possibility that increased student numbers for 2014/15 would likely be taken by more prestigious universities in the sector.
- The rebuilding of the University's international student numbers was proceeding more slowly than had been expected. It was hoped the University would regain its HTS status in April 2014 following a final Home Office audit in March.
- Further financial pressures on the University arising from an anticipated cut in access funding and an increase in LPFA pension costs. Moreover, increases in TPS and USS pension scheme costs were also likely.
- The 2012/13 TRAC return had been signed off earlier in the day. The data it provided would inform discussions at Academic

Strategy Committee about the future scope of research activities in the University.

The Vice-Chancellor also highlighted a UCAS presentation due to be released on 31 January. This made two important points. In the first place, 85% of undergraduate applications for 2014 entry had been made by mid-January, so that the University was effectively seeking its additional students from the remaining 15%. In the second place, there was a significant difference in the number of male and female applicants for places, with far fewer male applicants. This had implications for all universities in terms of their access initiatives.

## **952.2 The Vice-Chancellor's Quarterly Report (BG 68/4)**

The Vice-Chancellor presented his quarterly report to HEFCE and to the Board. The Board noted performance to date and that future performance would be influenced by its conclusions on the Port report and the review of Board Effectiveness. No questions were raised.

## **953 The Port report – Towards a sustainable future for London Metropolitan University (BG 68/5) 5.33pm**

Jim Port presented a report on the sustainability of the University. Key points were:

1. That the University was not, in his view, in a spiral of decline, but that the status quo was not an acceptable position and action was therefore required;
2. That LMU needed a sustainable core business and a sustainable strategy, but these might not be sufficient and that in this event further, realistic, bold options would be needed;
3. That more radical options such as merger, break-up or privatization would be unlikely to benefit students.
4. That although recruitment might fall in 2014/15 or other financial shocks might occur, that did not make action on student experience or financial security less valid, feasible or necessary.

He therefore invited the Board was asked to consider and accept two recommendations:

- (a) that the Board should initiate a project (called "Met2020") to improve the University's performance critical KPIs; and
- (b) that the Board should initiate a new strategic dialogue about

what the University should be in 2020.

Jim Port outlined the business case, which in his view, was the best approach to deliver a reversal in the decline in student recruitment, to improve student experience, to boost confidence, and to enable a switch from cost cutting to growth and investment. There was, he suggested, a vital role for Governors in this by creating the right environment in which such success could be achieved.

David Noyce advised that HEFCE derived some assurance from Jim Port's work in preparing this report and from the coherent and lucid analysis he provided in it. He suggested that the Chair of the Board should write to the Chief Executive of HEFCE, Madeleine Atkins, communicating the outcome of today's meeting. Clive Jones agreed both to write and to ask to meet.

Chair

**Action: Clive Jones**

David Noyce added that HEFCE would welcome from the Board a confident statement of commitment to the future and to determining the direction of travel for the institution. Commenting on funding issues, he said that the Vice-Chancellor had been right to draw the Board's attention to impending challenges.

A number of points were made in the discussion of the report which followed:

- that the success of the Met2020 project would depend on both excellent project management, and securing cultural change in the institution;
- that the communications plan to underpin the launch of the project needed to be confident and positive but also cognizant of sensitive internal timing in relation to, for example, staff redundancies;
- that it was important to capture and maintain momentum;
- that the report was very people-focused and proposed a way forward that was academically led and investment enabled;
- that there needed to be a realistic understanding of the immediate challenges particularly in relation to autumn 2014 recruitment and the rapidly changing external competitive environment.

Clive Jones summarised the discussion by concluding that there was a clear endorsement of the Report and consensus of opinion in favour of initiating the Met2020 project with a focus on improvement.

The Board considered the establishment of a Met2020 Steering Group, the role of which would be to oversee the project, not to undertake the actual project management task. The new Group would be expected to connect effectively with the formal Committees of the Board, so far as it related to matters within their respective remits.

Membership of the Steering Group was agreed as Rob Hull (chair), Diane Willcocks, Emir Feisal and, if she were willing and able to serve, Maureen Laurie. It was initially suggested that the Executive membership should consist of the Deputy Vice-Chancellor, Deputy Chief Executive, and Faculty Deans, with the possible addition of Lynn Burke, though this would be confirmed following further discussion.

The Board noted that the Steering Group's first task would be to agree its terms of reference and to define workstreams, targets and how the Group would relate to other Executive and Board Committees.

**Action: Peter McCaffery**

DVC

#### **954 Report of the Board Effectiveness Review (BG 68/6)**

Allan Schofield presented the report compiled by the review team and thanked Governors and the staff of the University Secretary's Office for their support. He emphasised that many aspects of the University's governance were satisfactory and this point should not be lost from sight when considering elements of the report that may be more critical. John Lauwerys emphasised that the reviewers' recognised the uniquely difficult journey the Board had made over the past three years.

Allan Schofield summarised the key points of the report:

- that many aspects of governance and the governance structure at the University were satisfactory, and that suggestions were made about fine-tuning the structure as the Board drove the University's strategy forward.
- that there was a need to maintain a focus on strategy and to keep up the momentum for delivering that strategy;
- that there was also a need for clarity about the level and detail of information required by the Board and its committees;
- that the role of the Academic Strategy Committee should be reviewed, and the relationship between it, the Board of Governors and the Academic Board clarified.

A number of points arose in the discussion which followed:

- whether (as suggested by CUC guidance) a parallel review of “Senate” and its committees was being carried out. The Vice-Chancellor advised that a review of Academic Board and its terms of reference had begun in November.
- That further consideration should be given to the drafting of some sections of the report, to address factual or other inaccuracies.
- Whether the results of the effectiveness review should be published, e.g. by way of a brief summary, as some universities did.
- That there was a need both for greater transparency and for ensuring that all governors were sufficiently well informed to undertake their roles.
- Whether the models of governance for higher education were out of date. This was a point of interest to the review team, but one which they felt it would not be helpful for the University to address at this time.
- The wish properly to take account of the student viewpoint.

The Board noted that Appendix B and the associated recommendation 7 had been withdrawn from the Review document and from consideration at the meeting in order to allow time for additional comment and due diligence in terms of checking factual accuracy and that this would give an opportunity for some further commentary and clarification to be provided to the Review team on the report as a whole. The Board requested that any comments on these be sent promptly to Tony Millns and Alison Wells, for onward circulation to and consideration by the Governance Committee.

**Action: Governors**

Govs

The Board **resolved**:

- (i) that once a summary of the report and associated commentary, had been approved by the Board it should be published online; and
- (ii) that the Governance Committee should facilitate further commentary and factual correction of the document and report back to the Board in due course.

The Board noted the recommendation to establish a new Committee solely to focus on institutional strategy, a recommendation supported in the Port Report, and **resolved** to establish a Strategy Committee with the

following membership:

Clive Jones (Chair)

Rob Hull

Ann Minogue (also Board Champion for new Estates Strategy)

Tony Millns

Michael Murphy – if appointed

The incoming Vice-Chancellor, when appointed

Peter McCaffery, Paul Bowler, Pam Nelson, Alison Wells to be in attendance.

David Noyce, Allan Schofield and John Lauwerys then left the meeting.

**955 Met2020 Project Plan (BG 68/7)**

Peter McCaffery presented a report which built on earlier discussions which had taken place earlier in the meeting during the consideration of Jim Port's report. He also advised the Board that the Faculties were very keen to take the project forward.

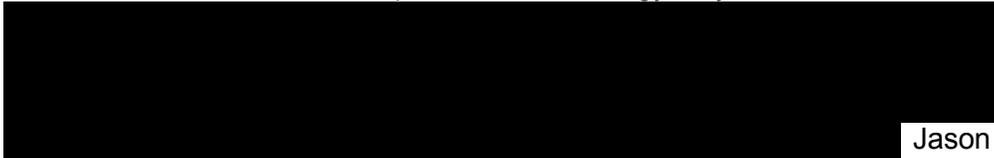
A number of points were offered for consideration:

- whether and to what extent the University “brand” had been damaged, and whether rebranding was needed;
- the importance of involving alumni and current students in the Project;
- the benefit of having improved communications and ensuring activities and reporting were effectively “joined up” - for example, between the Student Experience Group and the Academic Strategy Committee; and
- gaining the involvement of external parties, such as local employers.

The Board endorsed the indicative project plan. Noting the desire for an early launch of the Project to staff internally, it was agreed that the Chair of the Steering Group should review the communications plan and, if he was content with proposed approach, to seek the approval of the Chair of the Board to launch the Project.

**956 Tuition fees for Home UG entrants 2015-16 (BG 68/8)**

Peter McCaffery presented a report. Governors were reminded about the discussion which had taken place at the Strategy Day in November 2013.

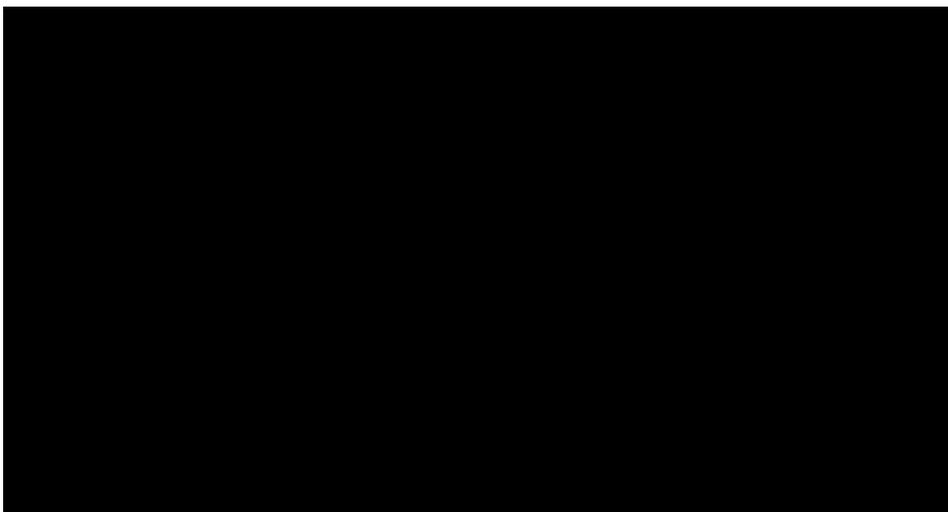


s.43(2) FOIA - commercially sensitive

Jason

Jackson suggested that, on the basis of his discussions with students, the actual tuition fee was much less a factor in student choice than the lack of a bursary scheme at London Met which acted as a disincentive to prospective students.

The Board reflected on these points and approved the following recommendations with regard to tuition fees for Home UG Entrants 2015-16 in line with commitments to the Office for Fair Access (OFFA):



s.43(2) FOIA - commercially sensitive

**957 Deputy Vice-Chancellor's Report (BG 68/9)**

Peter McCaffery presented a report to the Board updating Governors on aspects of his functional responsibilities as Deputy Vice-Chancellor. He drew attention to two points:

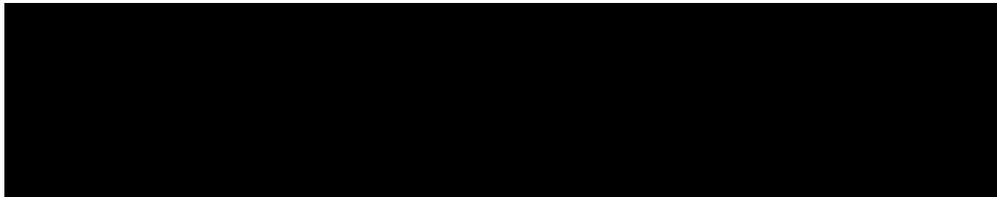


s.43(2) FOIA - commercially sensitive

- The need to make academic savings amounting to £3m from the Faculties was ongoing, in part as a consequence of a 50% fall in research income over the last 5 years (a point not transparent, he considered, in a recent statement by some of the University's professors in defence of research at LMU) and the s.188 consultation exercise had ended on 20 January. The recommendations were now being progressed.

**958 Deputy Chief Executive's Report (BG 68/10)**

Paul Bowler presented a report to the Board updating Governors on a number of matters. Key points were:



s.43(2) FOIA - commercially sensitive

- That delay had been caused to the proposed sale of Stapleton House by Islington Planning Committee's unexpected decision to seek further input from the Design Review Panel (a purely advisory body), with potential additional costs to the University and to Unite, and a delay to or possible reduction of the University's capital receipt below the previously agreed floor limit. Paul advised that Unite were leading on the planning issues and that it was intended to take the application back to Islington's Planning Committee at its March meeting.
- That a local estate agent was to be appointed to lead on the sale of the University's residential property at 8 Burslem Avenue Hainault.



s.43(2) FOIA - commercially sensitive

The Board **resolved**:

- (a) to delegate to the Finance and Resources Committee authority to make a decision on the sale of Commercial Road, subject to reporting back to the Board;
- (b) To delegate to the Vice-Chancellor and Ann Minogue, in consultation with Paul Bowler, authority to take a decision on a revised planning application for Stapleton House and a possible reduced capital receipt, subject to reporting back to the Board.
- (c) to delegate to the Vice-Chancellor authority to make a decision on the sale of 8 Burslem Avenue Hainault [REDACTED] subject to reporting back to the Board; and

s.43(2) FOIA -  
commercially sensitive

[REDACTED]

s.43(2) FOIA -  
commercially sensitive

Cathy Sullivan noted the current SUMS review of Registry activities and drew the Board's attention to a similar exercise with the same consultants in 2009. She suggested that there would be merit in revisiting the conclusions of the earlier review.

## **959 University Secretary's Report (BG 68/11)**

Alison Wells presented an update report to the Board and noted that the Board had earlier made a decision on publication of the Board Effectiveness Review. In this context she drew the Board's attention to the increasing trend across the sector for individuals to seek information, whether under the Freedom of Information Act or as a Subject Access Request under the Data Protection Act, often in anticipation of legal or other proceedings. Such requests were among the matters handled by the University Secretary's Office. Many requests involved the release of e-mails, which required time and incurred considerable expense to redact before they could be released without breaching third parties' rights.

Governors noted recommendation 11 of the Board Effectiveness Review, namely that the Board "should ensure that the University Secretary has sufficient resource to support the essential governance function and the Board itself in meeting its obligations". The Board asked Alison to provide an analysis of the scope of work undertaken by the University Secretary, particularly in light of an increase in the number of committees and groups requiring support, and to report back in due course on resource requirements.

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**Action: Alison Wells**

The Board considered the nomination of Michael Murphy as a Governor and **resolved** that, subject to the satisfactory outcome of due diligence checks to be carried out by the University Secretary's Office, Michael Murphy be appointed as a co-opted member of the Board under Article 5(a)(v) of the University's Articles of Association.

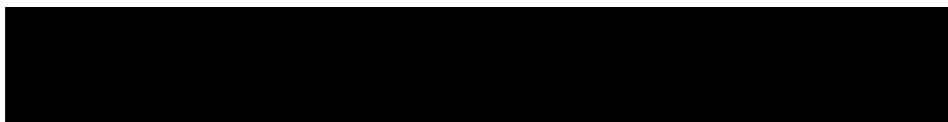
**960 Finance Director's Report (BG 68/12)**

Pam Nelson presented a report to the Board. Key points were:



s.43(2) FOIA - commercially sensitive

- The successful submission of the audited HESA Finance Return in December 2013;



s.43(2) FOIA - commercially sensitive

- Work was ongoing to resolve system glitches in the custom interface between the new finance system (e5) and the student records system (SITS);
- Students who had not paid their fees to the University were due to be suspended in March 2014.

**961 Student Governor's report (BG 68/13)**

Jason Jackson presented his report.

The Board noted proposed developments in the Students' Union representational structure and the proposal to reduce the number of sabbatical officers from five to four. The Board **resolved** to delegate authority to the Chair of the Board, with the input of the Vice-Chairs, to approve any changes in the regulations that may require Board approval.

Rob Hull reported that, from his perspective as a trustee of the Students' Union, the Trustee Board appeared to be working well under Jason. He also considered that changing the representation model to a hub-based one would improve student engagement and representation.

**962 Any other business**



s.40(2) FOIA - personal data

No other business was reported.

**963 Minutes for information**

The Board received and noted the approved draft minutes of the following meetings:

- Academic Strategy Committee, 19 November 2013 (**BG 68/14**)
- Finance and Resources Committee, 20 November 2013 (**BG 68/15**)
- Academic Board, 14 November 2013 (**BG 68/16**)

**964 Date of next meeting**

Thursday 27 March 2014 at 5.00pm

**965 Close of meeting**

There being no further business, the meeting closed at 8.54 pm.

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

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**Chair, 27 March 2014**

## Sixty-eighth Meeting of the Board of Governors, 30 January 2014

### Action Sheet

<u>Minute</u>	<u>Action</u>	<u>By</u>
951.1	To submit nominations for membership of the shortlisting and interview panels to Tony Millns by Friday 7 February.	All Governors
951.1	To circulate to all Governors by e-mail the candidate brief drawn up in the search for the next Vice-Chancellor.	Alison Wells
953	To write to the Chief Executive of HEFCE informing her of the outcome of the Board's discussion of the Port report and to seek a meeting with her.	Clive Jones
953	To circulate a proposed communications plan for Met2020 to Governors by 14 February.	Peter McCaffery
954	To send to Tony Millns or Alison Wells, for consideration by the Governance Committee, any comments on the Review of Board Effectiveness and any notifications of factual inaccuracy in it.	All Governors
959	To provide a summary analysis of the current composition of the University Secretary's job and an indication of the likely resource implications of the Board Effectiveness Review.	Alison Wells