

Meeting Portal for London Metropolitan University
105th Meeting of the Board of Governors
TM3-03 , Roding Building, Holloway Campus
Tuesday 26 November 2019, 1:15 PM — 3:30 PM GMT

Present:	Anders Krohn Cecile Tschirhart Diini Muse Mark Anderson Michael Murphy Shefaly Yogendra Tim Cochrane Rosemary Benson Cathy McCabe Lynn Dobbs	Independent Governor Academic Governor Student Governor Chair of the Board Independent Governor Independent Governor Independent Governor Staff Governor Independent Governor (for part) Vice Chancellor
Also present	Chris Ince Eugene McCrossan Gary Davies Don MacRaidl Donna Whitehead Baron Anyangwe	University Secretary Chief Finance Officer Pro Vice Chancellor for Student Recruitment and Business Pro Vice Chancellor for Research and Knowledge Ex. Deputy Vice Chancellor Coopted FRC Member
Apologies:	Harini Iyengar Margaret Farragher Renarta Guy Rolande Anderson Tricia Croasdell	Independent Governor Independent Governor Independent Governor Independent Governor Independent Governor

1 Welcome, Apologies, Announcements and Declarations of Interest

Apologies had been received from Rolande Anderson, Tricia Croasdell and Renarta Guy. Cathy McCabe dialed in for part of the meeting. The Chair advised that as the meeting was not quorate as the University's Articles of Association required the presence of 6 Independent Governors. The Board would be asked to approve items by circulation immediately following the meeting.

Independent Governor Mark Anderson declared an interest as a non- executive Director of Higher Education Partnerships and as a Fellow of Hughes Hall, University of Cambridge; Independent Governor Michael Murphy declared an interest as an adviser to Lodestone strategy and communications firm; and Independent Governor Anders Krohn declared an interest as co-founder and CEO of Aula Education, a communication platform for education.

1.1 Minutes of 3 October 2019 Board meeting

For Approval - Presented by Mark Anderson

The minutes of the 3 October 2019 meeting were confirmed as a correct record. There were no matters arising that were not covered on the agenda.


1.2 Matters arising not covered elsewhere

For Noting - Presented by Chris Ince

1.3 Office for Students letter - Compliance with Regulatory deadlines

For Noting - Presented by Chris Ince

The Board of Governors considered a report which presented a letter sent directly to the Chair by the Office for Students (OfS) on 21 October 2019. The letter had included a requirement that it be presented to the next meeting of the Board, with any discussion to be reported to the Office for Students by 21 March 2020.



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Conclusions:

The Board of Governors noted the report, and agreed that the formal minute would be returned to the OfS.

2 Appointment of Student Union Representative & Academic Governor

For Noting - Presented by Chris Ince

The Board of Governors considered a report which sought confirmation of the appointment of the Academic and Student Governors.

Conclusions

The Board confirmed the appointment of Ms Cecile Tschirhart as the Academic Governor for a further term of three years, ending 31 July 2022.

The Board confirmed the reappointment of Mr Diini Muse as the Student Governor in accordance with his term of office as President of the Students' Union following elections held over the summer.

3 Vice Chancellor's reports

3.1 University Patron

For Discussion - Presented by Lynn Dobbs

The Vice Chancellor presented the a report regarding the University Patron role. It was noted that since the report had been circulated the Duke of York had resigned from the position as the

University's Patron. The Board received his resignation and requested that a statement regarding the resignation be prepared by the Vice Chancellor, to be approved by circulation as soon as possible after the meeting.

The Board noted that the University was not required to have a Patron. Given that the role was now vacant, a consultation process would be held with students and staff to include whether there was an appetite for a replacement, and if so what qualities that individual, or individuals, might have.

It was requested that the University Secretary undertake a review of the Board Member code of conduct to ensure it remained fit for purpose. The document should be revised to ensure it could be applied to honorary positions such as the University Patron.

Conclusions

The Board noted the report, received the resignation of the Duke of York from his role as the University Patron and noted the Students' Union vote of no confidence which had taken place at their emergency meeting on 21 November 2019 ahead of the receipt of his resignation. The Vice Chancellor would prepare a statement regarding the resignation for approval by circulation.

3.2 Vice-Chancellor's report

For Noting - Presented by Lynn Dobbs

The Board of Governors considered the Vice Chancellor's report and noted the following points:

A consultation regarding the removal of the posts of Pro Vice-Chancellor Academic Development and Pro Vice-Chancellor Learning and Teaching from the Senior Leadership Team was underway. The proposal had been approved by the Remuneration Committee. It was anticipated that a more streamlined Senior Leadership Team would continue to support the delivery of the Strategic Plan and reduce staffing costs.

QSR - The University had received a draft report from the QAA on the Quality and Standards Review (QSR) undertaken at the University in October. The draft report had been issued for the University's comment. The report confirmed that the University had met all areas reviewed. The Board noted the work undertaken by both Academic and Professional Service Departments in preparing for the review, in particular the work undertaken by the Director of Academic Quality and Development and the Deputy Vice-Chancellor in leading the exercise.

It was noted that the Office for Students had requested all reports be re-written, however it was not anticipated that the results of the review would be changed.

Recruitment - It was noted that recruitment for September had been strong, and the spring semester intake was continuing that trend with a continued increase in student recruitment numbers. It was also noted that the University was seeing good growth in student numbers across its collaborative partners. The Board would be kept up to date regarding the changing shape of the University.

Data Quality - The University had submitted its latest Student HESA return following scrutiny and review over a number of weeks by the internal team and the University's internal auditor, Deloitte. A separate report had also been prepared for the Chair of the Board and the Chair of the Audit Committee in line with requests for additional assurance. The Board noted that Data quality would be the subject of further discussions at a future Board meeting.

Conclusions

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

4 Student Governor's Reports

4.1 Student Governor's General Report

For Noting - Presented by Diini Muse

The Board of Governors noted the Student Governors' report, which was a standing item. Key activities included LMSU Governance Changes, Student engagement activity, SU involvement in the Quality Standards Review, Black History Month and activity to encourage voter registration.

The Students' Union President expressed his thanks to former SU Link Trustee Renarta Guy, who had stepped down from the role as of 30 October 2019.

Conclusions

The Board of Governors noted the Student Governor's report.

5 Financial Sustainability

5.1 Financial Management Report

For Noting - Presented by Eugene McCrossan

The Board considered the latest Financial Management Report for the University.

It was confirmed that the Vice-Chancellor had contacted the Student Loans Company regarding the processing issue that had been highlighted as part of the consideration of the Financial Management report at the November meeting of Finance and Resources Committee. Since contact had been made there had been a significant improvement in the processing of London Met student applications. The University would continue to monitor the processing of student finance applications. The Vice-Chancellor confirmed she would raise the issue at the next meeting of the Million Plus Group, scheduled for December.

Conclusions

The Board of Governors noted the contents of the report.

5.2 Financial Regulations

For Approval - Presented by Eugene McCrossan

The Board of Governors considered a report which presented proposals for amendments to the Financial Regulations, for approval on the recommendation of the Finance and Resources Committee. The Regulations had been updated to reflect suggested amendments made during the consideration of the June annual review of the regulations. The University's Auditors had been consulted and had confirmed that they were content with the proposals.

Conclusions

The Board approved the revised Financial Regulations subject to the decision being confirmed by circulation.

6 Annual Accountability Returns

6.1 Audited 2018/19 financial statements and commentary, letter of representation, and external audit ISA 260 management report (management letter)

For Approval - Presented by Eugene McCrossan

The Board considered the Financial Statements for 2018/19. The joint meeting of the Audit Committee and Finance and Resources Committee held on 14 November had considered the draft Financial Statements and both committees had separately recommended them for approval. They had been updated to reflect drafting amendments and tabled for signature.

Conclusions:

The Board approved the Financial Statements, letter of representation and external audit ISA 260 report for subject to the decision being confirmed by circulation.

6.2 Financial Forecasts

For Approval - Presented by Eugene McCrossan

The Financial Forecasts were tabled for the Board's consideration, they were consistent with previous iterations approved by the Board throughout the year.

It was noted that the OfS had notified institutions as to their updated requirements at a very late stage. Given the late notice the documents had not be subject to review by the Finance and Resources Committee. The Board highlighted that the information should be submitted to the OfS to include the caveat that the information presented the best view of the data available, given the short timeframe allowed to prepare the submission. Given that the documentation had been prepared at short notice, it may be necessary for some level of detail to be revised at a later date.

Conclusions

The Board approved the Financial Forecasts subject to the decision being confirmed by circulation.

6.3 Internal Audit annual report

For Approval - Presented by Chris Ince

The Board considered a report which presented the internal auditor's view of the adequacy and effectiveness of London Met's arrangements for risk management, control and governance; and economy, efficiency and effectiveness (Value for money). This had been considered in detail by the Audit Committee

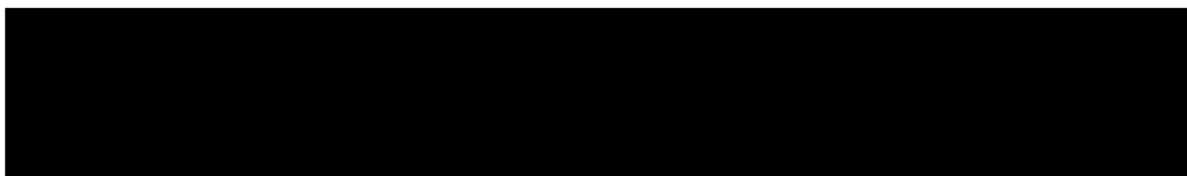
Conclusions

The Board of Governors approved the the final 2018/19 Audit Annual Report subject to the decision being confirmed by circulation.

6.4 Audit Committee annual report

For Approval - Presented by Chris Ince

The Board considered the 2018/19 Audit Committee Annual Report, which had been approved by the Audit Committee at its meeting on 14 November for recommendation to the Board. The annual report covered the period 1 August 2018- 31 July 2019. Any significant issues that had arisen since 1 August 2019 had also been included up to the date of the meeting.



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A typographical error on the third line of the statement on P16 of the report was highlighted for amendment prior to submission to the Office for Students.

Conclusions

The Board approved the Audit Committee's Annual Report for inclusion with the Annual returns to the OfS subject to the decision being confirmed by circulation.

6.5 Annual report on Prevent duty compliance

For Approval - Presented by Chris Ince

The Board of Governors considered the University's third annual report on compliance with the Prevent duty covering the academic year to 31 July 2019 and any significant matters up to the date of approval of the report. The return would form part of annual accountability returns.

Conclusions:

The Board of Governors approved the annual report on the University's compliance with the Prevent duty, for the submission to the Office for Students and to authorised the Chair of the Board to sign the declaration on compliance with the Prevent duty required by the Office for Students subject to the decision being confirmed by circulation.

6.6 Annual Assurance Return

For Approval - Presented by Chris Ince

The Assurance returns were presented to the Board and would be circulated by email for approval.

7 Governance

7.1 Whistleblowing Policy

For Approval - Presented by Chris Ince

The University Secretary presented a report which proposed amendments to the University's Whistleblowing Policy. The report had been recommended to the Board for approval by the Audit Committee.

The Policy had been reviewed by the Senior Leadership Team to reflect changes in the University's organisational structure and the transition from HEFCE to the Office for Students. It was noted that the main change had been to the list of assessors. The list had been updated to ensure greater gender and ethnically diverse assessors.

Conclusions

The Board of Governors approved the updated Whistleblowing Policy subject to the decision being confirmed by circulation.

7.2 Honorary Awards - CONFIDENTIAL

For Approval - Presented by Chris Ince

The Board considered a report which presented recommendations for 2019/20 honorary degrees following a meeting of the October 2019 Governance Committee. It was confirmed to the Board that the full nomination forms could be provided to Governors upon request.

Conclusions

The Board of Governors would be asked to approve the nominations for 2019/20 honorary degrees by circulation, subject to appropriate due diligence. Details of the nominees can be viewed in confidential Annexe A.

7.3 Risk Management

For Approval - Presented by Chris Ince

The Board considered an update on Risk Management which included a revised version of the Corporate Risk Register and Operational Plan, both of which had been updated to reflect the University's new strategic plan.

It was highlighted that the Audit Committee had not recommended the Statement of Risk Appetite to the Board for approval, and had requested that it be subject to further review.

The Board commented that the presentation of the Corporate Risk Register was much improved

Conclusions

The Board noted the update.

8 For information

8.1 Annual Provider Review

For Approval - Presented by Chris Ince

The Board received a report which had been prepared in order to enable them to approve the Assurance Statements for academic quality and standards as required by the OfS as part of the Annual Accountability Returns as considered at its joint meeting with the Academic Board.

The Board noted the report which it had considered as part of the joint meeting with the Academic Board and highlighted the quality of the document and the impact of the work underway.

Conclusions

Board of Governors considered the annual quality report.

8.2 Governance Committee

For Noting

The Board noted the Governance Committee report.

8.3 Finance and Resources Committee

For Noting

The Board noted the Finance and Resources Committee report.

8.4 Academic Board

For Noting

The Board noted the Academic Board report.

8.4.1 Academic Board Terms of Reference

For Approval

The Board would be asked to approve the revised Terms of Reference for the Academic Board.

8.5 Audit Committee

For Noting

The Board noted the Audit Committee report.

8.6 Remuneration Committee

For Noting

The Board noted the Remuneration Committee report.

9 Any Other Business and Close

Items requiring approval would be circulated via email, with the exception of the Statement of Risk Appetite included at item 7.3- Risk Management Update which would be subject to further review.



s.40(2) FOIA - personal information

23/1/2020

Actions from November 2019 Board of Governors meeting

Item	Paragraph	For action by who	By when	Update on action
Item 1- Welcome, Apologies, Announcements and Declarations of Interest	<p>The Board would be asked to approve items by circulation immediately following the meeting as follows:</p> <ul style="list-style-type: none"> • Minutes of the 104th meeting • Governor appointments • Revised Financial Regulations • Annual Accountability returns: <ul style="list-style-type: none"> ○ Financial Statements ○ Management Letter & External audit report ○ Financial Forecasts ○ Internal Audit report ○ Audit Committee Annual Report ○ Prevent Report ○ Assurance templates • Whistleblowing Policy • Honorary Awards (to remain confidential) • Annual Provider Review 	CI/NC	Immediate	Completed
Item 3.1 University Patron	The Vice Chancellor to prepare a statement regarding the resignation of the Duke of York as the University's Patron for approval by circulation.	LD	Immediate	Completed
Item 3.1 – University Patron	The University Secretary to review the Board Member Code of Conduct.	CI		Added to March Governance Committee agenda
Item 6.4 – Audit Committee Annual Report	Typographical error on the 3rd line of the statement at p16 of the report to be amended.	CI	Immediate	Completed