

London Metropolitan University
103rd meeting of the Board of Governors
TM3-03 Roding building, yellow zone
Thursday 27 June 2019, 10:00 AM — 12:30 PM BST

Governors Present: Mr Mark Anderson (Chair), Ms Rolande Anderson, Ms Rosemary Benson, Mr Tim Cochrane, Ms Tricia Croasdell, Professor Lynn Dobbs (Vice Chancellor), Ms Renarta Guy, Ms Harini Iyengar, Mr Anders Krohn, Ms Cathy McCabe, Mr Michael Murphy, Mr Diini Muse, Ms Cécile Tschirhart, Dr Shefaly Yogendra

Also present: Ms Suzanne Burley, PVC Learning and Teaching, Ms Ernesta Bukauskaite- Governance Administrator, Ms Nicola Cahill, Assistant University Secretary (minutes), Dr Elizabeth Charman, PVC-Academic Development, Mr Gary Davies, PVC-Student Recruitment & Business Development, Dr Chris Ince, University Secretary and Registrar, Mr Eugene McCrossan, Chief Finance Officer, Professor Donald McRaid, PVC-Research & Knowledge Exchange

1. Welcome, apologies, announcements and declarations of interest

- 1.1 Apologies had been received from Independent Governor Margaret Farragher.
- 1.2 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 Minutes, matters arising and Board Governance

1.1 Minutes of the 9 May 2019 Board of Governors Strategy Day

The minutes of the 9 May 2019 Board of Governors Strategy Day were approved as a correct record.

1.2 Matters not covered elsewhere

There were no matters arising.

1.3 Board and Committee membership

- 1.3.1 The Governance Committee had considered a change to its membership by circulation in early June, it was recommended to the Board of Governors that Shefaly Yogendra be appointed as Chair of the Governance Committee from 1 August 2019.

Conclusions:

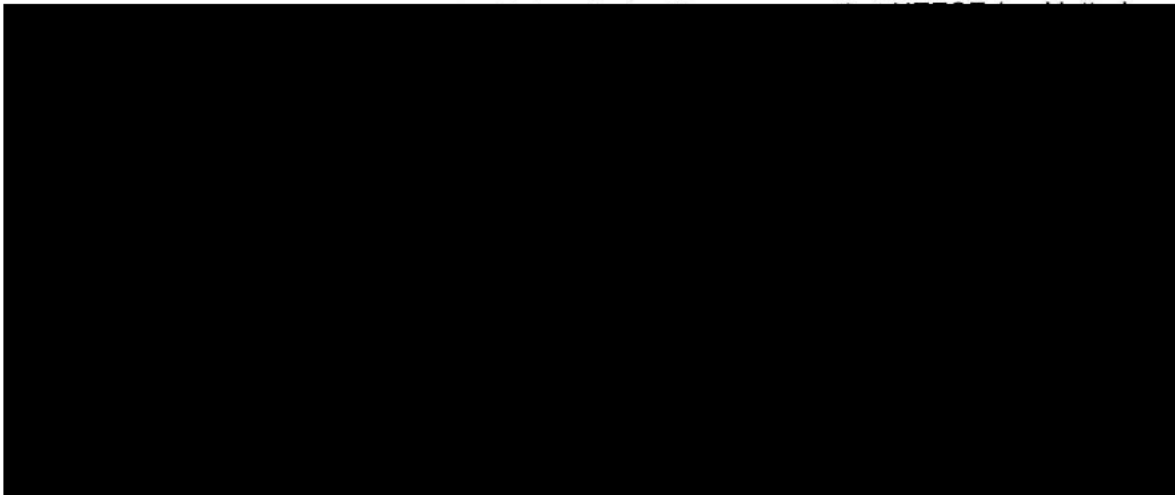
- 1.3.2 The Board of Governors approved the appointment of Sheflay Yogendra as the Chair of the Governance Committee from 1 August 2019.

2 Vice Chancellor's reports

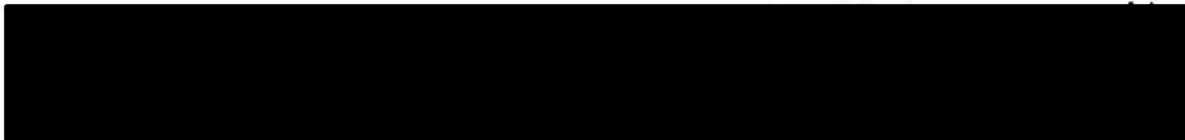
2.1 Vice Chancellor's General report

- 2.1.1 The Board of Governors received the Vice-Chancellor's General report and noted the following points:

i) Equality and Diversity: The University had joined Stonewall's Diversity Champion programme and had signed up to the Disability Confident and Mindful employer standards. The University was working with Advance HE in preparation for seeking diversity accreditation through Athena SWAN and the Race Equality Charter. The new Lesbian, Gay, Bi and Transgender plus (LGBT+) staff group had met twice and new Black and Minority Ethnic (BAME) and women's staff groups were being established. The Board was advised that an appointment had been made to the new Associate Pro Vice Chancellor for Diversity and Inclusion post.



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iv) League Tables: The Board welcomed the league table success the University had seen in recent months. In April the University moved up 28 places overall in the annual 'Whatuni' Student Choice league table, and had moved up six places in the Guardian University Guide.

v) Fire compartmentalisation: It was confirmed to the Board of Governors that the likely £4m cost of the compartmentalisation work could be met within the current budget. The allocation of these funds would impact upon the work that could be undertaken elsewhere across the University's estate.

- 2.1.2 **Conclusions:**

The Board of Governors noted the update report.

2.2 Implications of Augar for London Met

- 2.2.1 The Augar Review of post-18 education reported on 30 May 2019 and its recommendations were considered to be broadly positive or neutral for the University. It was anticipated that, if implemented, overall the review would create a tougher operating environment owing to the implications on funding. Students would not be eligible for student loans company funding in foundation years, there was a potential for differential course funding and a further three years of frozen fees for home undergraduate students.

Conclusions:

- 2.2.2 The Board noted the Augar update, developments relating to the review's implementation would be monitored closely.

2.3 Progress on Strategic Plan

- 2.3.1 The Board of Governors considered a report that provided an update on the development of the Strategic Plan and associated Operational Plan, KPIs and risks.

- 2.3.2 The draft Strategic Plan was presented for information, the Board would be provided with further opportunities to engage with its development before submission of the final version for approval in the Autumn. The plan would be updated to reflect the output of the various consultation processes underway across the University.

- 2.3.3 The Board requested that further detail on the phasing of work within the strategy and lines of responsibilities should be provided to provide assurances to Governors regarding the deliverability of the plan.

- 2.3.4 Given that there had been a number of changes to the Senior Leadership Team in recent months, the Board requested that an organogram and detail of responsibilities should be circulated to the Board.

Conclusions:

- 2.3.5 The Board of Governors noted the update on the developing Strategic Plan.

2.4 Academic Matters report

- 2.4.1 The Board of Governors considered an update on key academic and employment matters.

- 2.4.2 The Office for Students (OfS) had notified the University that a Quality Standards Review (QSR) would be undertaken by the Quality Assurance Agency (QAA) in October. The Board was advised that the review outcomes would advise the Office for Students as to the University's compliance with the Condition of Registration B2: 'the provider must provide all students, from admission through to completion, with the support that they need to succeed in and benefit from higher education'. The review would be tightly focused on the University's practice in relation to four of the Core Practices of the QAA Quality Code, which are those that focus on admissions, student engagement, complaints and appeals and positive student outcomes for all. A detailed mapping exercise against the Quality Code had already taken place.

2.4.3 **Conclusions:**

The Board of Governors noted the Academic Matters report.

3 Student Governor Reports

3.1 Student Governor's General Report

The Board of Governors noted the Student Governors' report, which was a standing item.

3.2 Student Union Constitution

3.2.1 The Board considered a report which summarised changes to both the London Metropolitan University Students' Union (LMSU) Memorandum & Articles of Association and Bye-Laws. The majority of the changes were minor wording and grammar tweaks to ensure clarity, accuracy and consistency, alongside more substantive changes. The main change was that in future LMSU would be able to approve changes to its Bye-Laws without approval from the University.

3.2.2 **Conclusions:**

The Board of Governors approved the amendments to the LMSU Memorandum and Articles of Association and Bye-Laws.

4 Access and Participation Plan

4.1 The Board of Governors considered the University's draft Access and Participation plan; an updated version of the plan was tabled at the meeting to reflect Governor comments received by circulation and editorial amendments. It was confirmed to the Board that the plan had been developed with consideration to the developing Strategic Plan.

4.2 It was confirmed that the Office for Students had recognised that it may not be possible for all attainment gaps to be closed over the lifetime of the plan, the University had indicated within the return where this was believed to be the case.

4.3 The Office for Students' approval of the Access and Participation Plan was a requirement of the University's registration as a Higher Education Provider, it was confirmed that the Board would receive an annual report on the plan as part of the University's monitoring process.

Conclusions:

4.4 The Board of Governors approved the Access and Participation Plan for submission to the OfS ahead of their 1 July 2019 deadline, subject to the data being scanned for potential misuse prior to submission.

4.5 The Board requested that the APP form part of a future pre-Board session.

5 Finance

5.1 Financial Management Report- May 2019

5.1.2 The Board of Governors considered the May 2019 Financial Management report.

5.1.3

[REDACTED] It was highlighted the University had introduced new interventions with self-funding students, which included meetings to establish payment plans with students who had defaulted on payments.

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5.1.4 The Board noted that the Cash flow statement indicated that the University was expected to be £4m ahead of budget at the year-end.

Conclusions:

5.1.5 The Board noted the May 2019 Financial Management report.

5.2 Budget - Financial Year 20

5.2.1 The Board of Governors considered the latest draft of the University's Budget for the financial year 2019/20.

5.2.2

[REDACTED] It was highlighted that the draft budget was based on a comprehensive planning process, which had been reviewed by all budget holders and the Senior Leadership Team.

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5.2.3

[REDACTED]

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5.2.4 The Board of Governors:

i) noted that reserves would reduce by £10m to £59m as the University cleared its HEFCE grant repayment.

ii) noted that non-pay costs were £0.7m more than budget, mainly driven by a change in the forecasted depreciation related to aborted projects. These costs related to the J Block building expansion and software development.

Conclusions:

The Board of Governors approved the report on the recommendation of the Finance and

5.2.5 Resources Committee held on 13 June 2019.

6 Governance

6.1 Update on Prevent Action Plan

6.1.1 The Board considered an update report which detailed progress against the University's Prevent Action plan as approved at the November 2018 Board of Governors meeting.

Conclusions:

6.1.2 The Board noted the action plan update and the outcome of the assessment of the accountability and data return as signed off by the Board of Governors at their 28 November 2018 meeting, and the subsequent risk assessment made by the Office for Students on the future risk of non-compliance with the statutory duty. The OfS had concluded that the University had demonstrated due regard to the Prevent Duty and had assessed that the University was not at 'higher risk of non-compliance'.

6.2 Governor Remuneration

6.2.1 The Board considered a report which sought to progress previous discussions on the remuneration of Independent Governors serving on the Board.

6.2.2 A review of the practice across the sector had shown that there had not been any significant change in the approach taken by other institutions since the subject had last been considered by the Governance Committee in October 2017.

6.2.3 It was proposed that to avoid any potential conflict of interests in making the decision, should the Board agree to proposals, any remuneration would be for future appointments, and would not apply to any existing appointments.

Conclusions:

6.2.4 The Board agreed to the principle of remuneration of future Board Officer vacancies. The level and appropriateness of which would be considered as vacancies arose on a case by case basis. Consideration would also be given to if remuneration was needed as part of a wider remuneration strategy to assist in recruitment of Board members.

7 Student Protection Plan

7.1 The Board of Governors considered a report which presented an annual review of the Student Protection Plan (SPP). The plan was a requirement of the Office for Students' conditions of registration, and set out what students could expect to happen should a course, campus or institution close. The purpose of the plans was to ensure that students can continue to complete their studies, or be compensated if this was not possible.

7.2 The plan had been revised to ensure it remained up-to-date, to reflect the financial position last year and the University's exit from the Moorgate Campus. This was a reportable event to the OfS and the University Secretary would contact the OfS.

Conclusions:

7.3

The Board of Governors approved the Student Protection Plan.

8 Reports from Sub committees

8.1 Finance and Resources Committee

8.1.1 The Board of Governors noted the report of the Finance and Resources Committee meeting held on 13 June 2019. The recommendations contained in the report had been approved in other items on the agenda.

8.2 Audit Committee

The Board of Governors noted the report of the Audit Committee meeting held on 22 May 2019.

8.2.1 Internal/External Audit Tenders

The Board considered a report which sought approval of appointments to internal and external audit services, on the recommendation of the Audit Committee.

Conclusions:

The Board approved the appointments of KPMG to deliver external audit services and Deloitte to deliver internal audit services. Both contracts would commence from 1 August 2019 for a period of 3 years.

8.3 Governance Committee

The Board of Governors noted the report of the Governance Committee meeting held on 22 May 2019.

8.4 Quorum review

8.4.1 The Board considered proposals to revise the Terms of References for the Board's sub-committees to require a minimum attendance of two Independent Governors to reach a quorum.

8.4.2 The Board agreed that steps should commence to look at an amendment to its Articles of Association, to extend the maximum number of Independent Governors. This would be progressed informally by the University Secretary over the Summer.

8.4.3 Conclusions:

The Board of Governors approved the recommendation to revise the quorum:

- i) of the Finance and Resources Committee to 4 members, including 2 Independent Governors;
- ii) of the Audit Committee to 3 members including 2 Independent Governors.

8.5 Academic Board

The Board of Governors noted the report of the Academic Board meeting held on 12 June 2019. The recommendations contained in the report had been approved in other items on the agenda.

8.5.1 Research Excellence Framework - consultation response

The Board of Governors received the update on the REF 2021 Code of Practice consultation.



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Update on actions from June 2019 Board of Governors meeting

Item	Paragraph	For action by who	By when	Update on action
Progress on Strategic Plan	Para. 2.3.4 – The Board requested that an organogram and details of SLT responsibilities be circulated.	Vice Chancellor	ASAP after meeting	Under development
Progress on Strategic Plan	Para. 2.3.3 - The Board requested that further detail on the phasing of work within the strategy and lines of responsibilities should be provided to provide assurances to Governors regarding the deliverability of the plan.	SLT	October 2019 Board of Governors meeting	On agenda
Access and Participation Plan	Para. 4.5 – The Board requested that the APP form part of a future pre-Board session	University Secretary	ASAP after meeting	Added to work plan
Quorum Review	Para. – 8.4.2 – The Board agreed that steps should be taken to look at an amendment to its Articles of Association to extend the maximum number of Independent Governors.	University Secretary	October 2019 Board of Governors meeting	On agenda

