

**Minutes of the meeting of the Board of Governors
held on Thursday 21 July 2022, 4:00 PM — 6:00 PM BST
Room CH-201, Caxton House, 13-16 Borough Road, London SE1 0AN**

Present

Jerry Cope (Chair)

Duncan Brown

Shona Brown (*via conference call*)

John Cole

Michael Cutbill (Vice Chair)

Peter Fidler

Tim Fransen (*via conference call*)

Abdirahim Ibrahim

Devonte James

Mark Lemmon (*until minute 8*)

Nicki Martin

Ola Obadara

David Phoenix (Vice Chancellor) (*via conference call*)

Shani Shamah (Associate Governor)

Vinay Tanna

Apologies

Tara Dean

Ruth Farwell

Jeremy Parr

Rashda Rana

Kate Stanton-Davies

In attendance

Michael Broadway

Alex Bush (*from minute 8*)

Richard Flatman

Deborah Johnston

James Stevenson

1. Welcome and apologies

The Chair welcomed governors to the meeting. The above apologies were noted.

The Board welcomed Devonte James and Abdirahim Ibrahim to their first meeting as student governors.

The Chair noted that Craig Barker, the former Dean of the School of Law and Social Sciences was recovering from a stroke. The Board wished him well in his recovery.

The Chair noted that the Board had just received an informative presentation on the recent REF results, in which LSBU had improved in every indicator. The good performance should lead to an increase in research (QR) funding and a better position in the league tables. The aim is to be the top London Modern university in the next REF exercise.

2. Declarations of interest

No governor declared an interest in any item on the agenda.

3. Minutes of the previous meeting

The Board approved the minutes of the meeting of 24 March 2022 and the proposed redactions.

The Board approved the written resolution passed on 21 June 2022.

4. Matters arising

The Board noted the matters arising from the previous meeting.

Chair's business

[REDACTED]

The Chair of the Chair Nomination Committee updated the Board on work to identify and appoint a Chair of the Board from 1 August 2023. The Board noted that, following a competitive tender exercise, Odgers Berndtson had been appointed to lead the search. The aim was to interview candidates in December 2022 with appointment as an independent governor by February 2023. Relevant stakeholders would be involved throughout the process.

5. Update from MPIC

Due to the absence of the Chair of the committee, this item was deferred to a future meeting.

6. Vice Chancellor's report

The Board discussed the Vice Chancellor's report.

The Board noted the issue with the failure of the circuit breaker at the David Bomber Halls of Residence and the risk that the Hall would not be available to students for next term, if the part could not be replaced. Applicants were being offered places in McLaren House as an alternative. The Board requested an update over the summer.

[REDACTED]

The Board noted that LSBU had been ranked 16th out of 450 institutions in the UK for apprenticeship provision.

The Board noted the high-level NSS results which would be reviewed by FPR at its next meeting.

The Board noted the mandatory training figures. The mandatory training programme and expectations is being reviewed by the Executive.

7. CFO report (including draft 2022/23 budget)

The Board discussed the CFO report which included updates on the current financial position, 2022/23 budget, capital bid for OfS funding, and audit and year-end matters.

The Board noted the May 2022 management accounts which had been reviewed by FPR which forecast the surplus to be on budget at £2m (subject to any pension adjustments). The Board noted the key risk in the management accounts was student withdrawals but that this had now stabilised. The Board noted that there was no operating expenditure

underspend for the year. The Board noted that SBC was expected to deliver a £1m deficit leaving a forecast £1m consolidated group surplus for the year.

The Board discussed the proposed budget for 2022/23 with an LSBU surplus of £3.3m offset by a £2.991m budgeted deficit in SBC. The budgeted income was £172.5m which the Executive considered to be reasonable and achievable. The Board noted the £5m cost pressure to deliver the budget which the executive was addressing through delaying staff appointment, a voluntary severance scheme and savings in operating expenditure. In addition, the recently received grant letter was £1m more positive than expected.

The Board noted that a 3% staff pay award was included in the budget. The Executive had agreed to implement the UCEA recommendation of a 3% pay award (for most staff) in August 2022.

The Board discussed the under-investment in the proposed budget and noted the opportunity costs of doing so. The Board agreed not to set a deficit budget as this would risk the group being in breach of its financial covenants.

The Board noted that FPR had consented, on behalf of LSBU, to the deficit budget of £2.991m in SBC, subject to the deficit being no more than budgeted and that the SBC board will need to formally alert LSBU if the position is likely to deteriorate.

The Board approved the budget for 2022/23.

The Board noted the capital bid for £6m of OfS funding over three years.

8. Annual report from the Academic Board

Alex Bush joined the meeting

The Board discussed the annual report from the Academic Board which had been deferred from the March 2022 meeting. The report covered the 2020/21 academic year and was written before the new 'B' conditions of registration had been in place. Future reports would seek to provide the Board with assurance on the 'B' conditions of registration. The Board noted that work is ongoing to update the risk register to include the new 'B' conditions of registration.

Mark Lemmon left the meeting.

The governor observer on the academic board reported that the academic board is focused on continuous improvement.

The Board welcomed the report and requested more focus on the implications for the future and for more regular updates through the Vice Chancellor's report.

9. **KPI update**

The Board noted the report.

10. **Corporate risk register**

The Board noted the risk register which was being updated. The Board would review the register in detail in the autumn.

11. **ZIME international partnership**

The Board discussed the proposed partnership with ZIME. The Board noted that at its last meeting, it had agreed in principle to establish a partnership in China and that MPIC had reviewed the business case for the proposed partnership with ZIME in detail.

The Board approved the proposed partnership with ZIME.

12. **EDI annual report**

The Board discussed the EDI annual report which was linked to the EDI strategy.

The Board noted that the gender pay gap had increased but was below the sector benchmark. The Executive confirmed that its aspiration is to eliminate the gender pay gap in the institution.

The Board discussed the importance of ensuring that equality impact assessments are carried out for policies and procedures. A framework for this is being rolled out and training would be provided to staff. An update would be provided in the next annual EDI report.

13. **Reports and decisions of committees**

The Board noted the report and decisions of committees.

The Board approved the changes to the terms of reference of the Group Nomination Committee and of the Honorary Awards Joint Committee, subject that the quorum should be two governors at least one of which should be an independent governor.

14. **Strategy day notes April 2022**

The Board noted the strategy day notes from 28 April 2022.

15. **Students' Union election results**

The Board noted the SU election results. Due to the challenges with the election the Board delegated to FPR to review the election results in detail and seek assurance on behalf of the Board that the elections were fairly and properly conducted as required under the Education Act 1994.

Date of next meeting
4pm on Thursday, 20 October 2022

Confirmed as a true record

..... (Chair)