

**Minutes of the meeting of the London South Bank University  
Board of Governors  
held on Thursday 24 March 2022, 4PM — 6PM  
Room CH-201, Caxton House**

**Present**

Jerry Cope (Chair)  
Duncan Brown  
Shona Brown  
Michael Cutbill (Vice Chair)  
Peter Fidler  
Tim Fransen  
Ruchika Kumar  
Mark Lemmon  
Nicki Martin  
Ola Obadara  
Jeremy Parr  
David Phoenix (Vice Chancellor)  
Rashda Rana  
Max Smith (*from minute 8*)  
Vinay Tanna

**Apologies**

John Cole  
Richard Flatman  
Shani Shamah (Associate Governor)

**Observers**

Ruth Farwell (Chair of SBC Board)  
Kate Stanton-Davies (Co-opted member of MPIC)

**In attendance**

Michael Broadway  
Tara Dean  
Ralph Sanders  
James Stevenson

1. **Welcome and apologies**

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

The Board welcomed Shona Brown and Ola Obadara to their first meeting as independent governors. The Board welcomed Tim Fransen to his first meeting as a staff governor.

The Chair noted that the Board had just received an informative presentation on the OfS's proposed changes to condition of registration B3. LSBU is currently below the proposed threshold in 3 out of 48 measures. A more detailed session was being planned for the April 2022 Board strategy day.

**2. Declarations of interest**

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

**3. Minutes of the previous meeting**

The Board approved the minutes of the meetings of 25 November 2021 and 27 January 2022 and the proposed redactions.

The Board approved the written resolution passed on 26 January 2022.

**4. Matters arising**

The Board noted the matters arising from the previous meeting. The Board noted that it would receive a presentation on research and REF outcomes at its July meeting. The presentation on the enterprise strategy would be deferred to the autumn.

**5. Chair's business**

The Board noted that Nikki Martin had joined the SBA Board as the LSBU link director.

The Board noted that the 2022 English Social Mobility Index had been published in which LSBU ranked 19<sup>th</sup>.

The Board noted that a number of universities are being monitored by the OfS due to financial concerns.

The Board noted that UCU were re-balloting its members institution by institution for some form of industrial action.

The Board noted that the LSBU Hub had been largely handed over by the

contractor. A tour would be organised for governors ahead of the July Board meeting.

#### 6. **Chair appraisal update**

The Board noted an update on the appraisal of the Chair which had been conducted by the Senior Independent Governor (SIG).

The SIG reported that there had been unanimity amongst governors that the Chair was performing well and that the Board should draw comfort from his leadership. A summary report and the Chair's objectives would be circulated to governors.

#### 7. **Chair Nomination Committee update**

The Board noted an update on preparations for the recruitment of the successor to the Chair when he retires in July 2023, including the establishment of a Chair Nomination Committee to lead the process. The Board noted that at a preliminary meeting of the committee, John Cole had been appointed the chair. The Board approved the establishment of the committee and its terms of reference.

The Board discussed the draft Chair role description. The Board requested that the importance of alignment to mission and values is highlighted and that the importance of Group is included.

*Max Smith joined the meeting*

#### 8. **Report from Enterprise Advisory Board**

The Board noted an update on the Enterprise Advisory Board from its independent governor member. The advisory board was focused on providing guidance and challenge on enterprise, research, and international targets.

The governor reported that the £19.9m enterprise income target for 2021/22 would be challenging to meet (£6.2m of income had been secured by February 2022).

The governor reported on the international strategy for transnational education (TNE) currently in 12 diverse territories. The Executive continued to seek opportunities to expand into different territories. The TNE income budget target is £2m and the TNE team will seek to grow its business and as a minimum cover its costs.

9. **Students' Union update**

This item was deferred to the next meeting.

10. **Vice Chancellor's report**

The Board discussed the Vice Chancellor's report.

The Board noted the public consultation for South Bank UTC to stop teaching key stage 4 and to focus on 6<sup>th</sup> form provision. The majority of the responses to the consultation had been positive.

The Vice Chancellor updated the Board on changes to senior management. Paul Ivey, DVC is retiring in June and his portfolio will be covered by the Provost (research and enterprise), PVC (Academic Framework) (international), the COO (estates – maintenance and facilities) and the Group CFO (commercial estates).

The following senior leaders are also leaving LSBU and recruitment for their successors is underway: Marcelle Moncrieffe-Johnson, Chief People Officer, Carol Rose, Director of Estates and Academic Environment, Craig Barker, Dean of the School of Law and Social Sciences.

The Board noted that the university is proactively providing support to staff and students from Ukraine, Russia and Belarus. Support had also been offered to Ukrainian PhD students for a six-month secondment to the Southwark campus.

The Board noted an update on coronavirus cases in the university.

The Board noted that student recruitment for 2022/23 is challenging and continued to be an area of focus for the Executive. The Board noted that the decline in applications is due to a number of factors including the low league table position and high turnover of staff in the Marketing department. Budget scenarios, including forecast student recruitment, would be discussed at the April 2022 Board strategy day.

The Board discussed in detail the proposed partnership with ZIME in China and the potential reputational risk for the university of working in China. Noting there were also strategic benefits from what would be a fairly unique partnership, and on the basis that LSBU can withdraw from the partnership if circumstances change, the Board supported moving to the next stage for the

proposal. The business case would be considered by MPIC ahead of a planned start in September 2023, subject to approval.

The Board requested that the risk evaluation matrix for international partnerships is reviewed and brought to the Board for approval by November 2022.

#### 11. **CFO report**

In the absence of the CFO, the Group Director of Financial Planning and Reporting presented the CFO report which included an update on LSBU and SBC financial performance, 2022/23 budget planning, cash flow and covenants, audit matters, OfS reporting, project Leap, HR and pensions, and the HE funding policy statement.

The Board discussed the financial challenges at SBC. The current in-year forecast for SBC was to deliver a £927k deficit after accounting for the remainder of the turnaround grant from the DfE. With the move to the new technical college SBC was in the process of reshaping its staff base and was reviewing the efficiency of its curriculum provision. The Board noted that the SBC Board was monitoring the position closely and had established a project working group to review the plans for the new college in detail and to provide constructive challenge.

The Board noted an update on the proposed sale by SBC of land [REDACTED]. The relationship remained positive and a contract was being drafted. An update would be provided to the next MPIC meeting.

#### 12. **Annual report from the Academic Board**

This item was deferred to the next meeting.

#### 13. **Health and safety annual report**

The Board discussed the health and safety annual report for the year to December 2021. There had been a significant focus on covid measures and fire safety during the year.

The Board noted the low levels of compulsory training completion and that this was an area of focus for the Executive to improve.

The Board confirmed that the report provided reasonable assurance on health and safety compliance at the university and thanked the team for all the hard work undertaken to make the campus safe during Covid.

Legal accountability for health and safety compliance remained with the board of each group company. Each board in the group reviews local reports on health and safety compliance.

**14. Corporate risk register**

The Board noted the corporate risk register which had been reviewed by the Group Audit and Risk Committee. The Chair of GARC confirmed that the review cycle of individual risks by the committee was continuing.

The Board noted that the risk around OfS condition of registration B3 had been updated. An operational risk register assessing the risk following the invasion of Ukraine had been prepared and was being monitored by the Executive.

**15. Governance agreements**

The Board approved the updated governance agreements with South Bank Academies and with South Bank Colleges.

**16. Reports and decisions of committees**

The Board approved the revised terms of reference for the Finance, Planning and Resources Committee.

**17. Any other business**

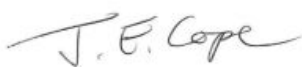
The Board noted that this is the last meeting of Max Smith and Ruchika Kumar as student governors. The Board thanked them for their contribution to the Board and the University.

**Date of next meeting**

Thursday 24 April 2022 – Board strategy day

Thursday 21 July 2022 – Board meeting

**Confirmed as a true record**



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(Chair)