

**Minutes of the meeting of the Board of Governors
held on Thursday 20 July 2023, 4:00 PM — 6:00 PM BST
in 1B27, Technopark and via MS teams**

Present

Jerry Cope (Chair)
Michael Cutbill (Vice Chair)
Duncan Brown (*via MS Teams*)
Shona Brown (*via MS Teams*)
John Cole
Ruth Farwell (*via MS Teams*)
Peter Fidler (*via MS Teams*)
Tim Fransen (*via MS Teams*)
Abdirahim Ibrahim
Mark Lemmon
Nicki Martin (*via MS Teams*)
Ola Obadara
David Phoenix
Andreas Raffel
Rashda Rana
Vinay Tanna (*via MS Teams*)

Apologies

Jeremy Parr
Devonte James

In attendance

Michael Broadway (*via MS Teams*)
Tara Dean (*via MS Teams*)
Richard Flatman (*via MS Teams*)
Deborah Johnston
James Stevenson

Observer

Aaron Porter, Governance effectiveness reviewer

1. Welcome and apologies

The Board welcomed Aaron Porter who was observing the meeting as part of the governance effectiveness review.

The above apologies were noted.

The Board noted that this was the last meeting for Nicki Martin, whose term of office as governor ended on 31 July 2023. The Chair warmly thanked her for her effective contribution to the Board.

The Board had just received an informative presentation on the School of Built Environment and Architecture from the Dean.

2. Declarations of interest

Andreas Raffel declared an interest in his proposed appointment as chair (minute 17). Dr Raffel would be asked to leave the meeting for this item.

Abdirahim Ibrahim declared an interest in the SU election results item. As this had been discussed by FPR, he would remain throughout the meeting.

3. Minutes of the previous meetings

The Board approved the minutes of the meeting of 23 March 2023 and the proposed redactions for publication, subject to a minor amendment.

The Board noted the notes of the Board strategy day of 27 April 2023.

The Board noted the ordinary resolution to appoint RSM UK Audit LLP as external auditors.

The Board noted the written resolution to appoint Simon Cruickshank as Group CFO from 2 October 2023.

The Chair emphasised the importance of governors responding to resolutions to allow Board business to be conducted outside meetings, when required.

4. Matters arising

The Board noted the matters arising from the previous meeting.

The Board requested a further update on completion rates of compulsory health and safety training by staff in the Schools of Business, and Built Environment and Architecture. The Board noted that a review of completion of compulsory training was now part of the annual appraisal process, which should increase completion rates.

5. **Chair's business**

The Board noted that following Nicki Martin's departure from the Academic Board there is a vacancy for an academic staff governor. The process to fill this vacancy will be started shortly with the intention of having a new academic staff governor in place for the next Board meeting.

6. **Update from the OfS sub-committee**

The Board noted an update from the Chair on the recent meeting of the OfS sub-committee. The committee had discussed the draft communications plan.

The Board noted that the report from the OfS had not yet been received. The OfS's intention is to publish the final version of the report, which the Executive will query, which the Executive may query, depending on the Report's contents.

The Board would be kept updated.

7. **Update on the SBC estates project**

The Vice Chancellor updated the Board on the SBC estates project. The DfE had written to the Vice Chancellor to confirm that SBC is not classified as a public sector body and therefore the land which is being sold is not public land. On this basis, [REDACTED] has confirmed that it will aim to submit for planning permission on 12 September 2023. Lambeth Council has indicated that another public consultation on the proposed scheme would be required. This additional requirement is being queried.

The Board noted that [REDACTED] remains engaged and committed to the project. If, however, the transaction with [REDACTED] does not proceed, the Executive is considering other options. An update would be provided to the Board over the summer, including progress with planning permission and consultation.

The Board welcomed the progress made so far. MPIC would be updated on any developments.

8. **Students' Union update**

The Chair of the Student Council updated the Board on the work of the SU including improving engagement with students on the Croydon and Havering

campuses, projects to improve student outcomes including support on resits and developing stronger connections at course level.

The model of student representation is out of date, which includes the sabbatical officer structure and the method of the election. This is being reviewed.

The Board noted that the SU had provided good student submissions to complement the University's for the Teaching Excellence Framework exercise and the Access and Participation Plan.

9. Update from the Chair of the Group Audit and Risk Committee on external audit plan

The Board noted an update from the Chair of the Group Audit and Risk Committee on the appointment of RSM UK Audit LLP as external auditors. The Board noted that the Committee had approved the external audit plan and were pleased so far with RSM's engagement.

10. Vice Chancellor's report

The Board discussed the Vice Chancellor's report.

The Board noted that the current key risks and areas of focus for the Executive are student recruitment and progression.

For recruitment, clearing had begun. Around 1200 undergraduate enrolments were needed in clearing which is in line with previous years. Postgraduate recruitment is currently positive. International student recruitment is slightly behind target.

The Board discussed semester 2 data and the impact on progression. A pilot to support resits had been successful. The Board questioned whether the entry tariff needs reviewing. The Executive is reviewing assessment methods and how best to use the group structure to ensure students are given the best opportunities to succeed. The Board would continue to review progression performance.

The Board noted strong performance in Graduate Outcomes and LEO data., with a good 'value added' outcome.

The Board discussed REI income and noted that securing bigger contracts was essential to growing this income stream. The PVC (R&I) is developing a strategic plan to grow REI income.

The Board noted that £5m of cost had been removed from the 2022/23 budget in preparation for 2023/24. Following consultation, proposed staff restructuring is now being implemented. A small number of staff are at risk of redundancy. Discussions with the unions on the integrated facilities management proposal are ongoing.

The Board noted that the marking and assessment boycott had been managed well and all students would be able to graduate normally.

The Board noted that there had been some issues with exams and disability access. The DVC would report back to the Board.

The Board noted that apprenticeship provision is an area where some aspects require further improvements and is being closely monitored by the Executive. The Board requested that regular overview reporting on the group apprenticeship strategy is brought to the Finance, Planning and Resources Committee. The two board leads on apprenticeship also raised their concerns about one standard with a low national achievement rate and noted that a range of mitigations had been designed. The Board requested a regular update on this standard as part of reporting.

11. CFO report

The Board discussed the CFO report which included updates on the current financial position, 2023/24 budget and cashflow, audit and year-end matters, the [REDACTED] transaction and other estates development projects.

The Board noted the May 2023 management accounts which had been reviewed by FPR, and the Group CFO's expectation based on the most recent June management accounts that the University would deliver to the agreed budget surplus of £3.3m. The Board noted that SBC expected to deliver a £2.4m deficit (against a budget deficit of £3m).

The Board discussed the proposed budget for 2023/24 with an LSBU surplus of £1.5m. The budgeted income was £181.5m which the Executive considered to be reasonable and achievable. The Board noted that there is an assumed potential worse case £5m risk around progression rates. Mitigations are already in place, but that the Executive is working to identify a further £2m to place in central contingency.

The Board noted the potentially higher Teachers Pension Scheme employer contribution costs from April 2024 and the more significant impact in subsequent financial years.

The Executive considered that the recommended budget is the most appropriate in terms of risk and opportunities.

The Board approved the LSBU budget for 2023/24.

The Board consented, on behalf of LSBU, to the deficit budget of £1.3m 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 noted the consolidated budget surplus of £0.2m.

The Board noted that, at its meeting of 18 July 2023, the SBA Board had approved a small surplus budget for SBA.

12. **LSBU and group-wide KPI progress update for current year**

The Board noted the update.

13. **EDI annual report**

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

The Board noted that the gender and ethnicity pay gaps had increased but were both below the sector benchmark. The Board noted that the disability pay gap had been calculated for the first time. A full pay audit would be undertaken in January 2024.

The Board queried the student awarding gap KPI outcome and requested an update.

The Board noted that the Executive intended to submit to the Race Equality Charter in July 2023.

The Board approved the EDI annual report for publication.

The Board congratulated the Provost on her appointment as a Research England panel member for the next REF exercise.

14. **Group corporate risk register**

The Board noted the corporate risk register.

The Board queried whether the potential for the UK apprentice scheme to change due to a potential change in government should be on the risk register.

15. **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 Honorary Awards Joint Committee. The Board agreed that any decision to revoke an award would be made after completion of any appeal of legal proceedings.

The Board noted the sexual harassment guidance compliance update, which had been reviewed by FPR.

16. **Students' Union election results**

The Board noted the SU election results and was assured that that the elections were fairly and properly conducted as required under the Education Act 1994.

17. **Appointment of Chair of Board of Governors from 1st August 2023**

Andreas Raffel left the meeting

In the absence of the Chair Designate, and after due consideration, the Board unanimously approved the appointment of Andreas Raffel as Chair of the Board and Pro Chancellor with effect from 1 August 2023. His initial term as Chair of the Board and Pro Chancellor would be for four years.

Andreas Raffel re-joined the meeting

The Board noted that this was the last Board meeting for Jerry Cope, Chair of the Board, following eight years of stewardship as Chair. The Board warmly thanked Jerry for his selfless dedication to the University and the Group in particular his energy, common sense and skill.

A portrait of the Chair was unveiled and the Chair will be presented with an honorary doctorate of the University as a mark of appreciation for his service

to the Board and the University. A dinner to mark the Chair's retirement would be held.

Date of next meeting

10am on Thursday, 21 September 2023 – Group strategy day

4pm on Thursday, 19 October 2023 – Board meeting

Confirmed as a true record

..... (Chair)