

Minutes of a Meeting of the Board of Governors
held at 4pm on Thursday, 26 November 2015
in the Boardroom, Technopark, London Road, London SE1

Present

Jerry Cope	Chair
David Phoenix	Vice Chancellor and Chief Executive
Steve Balmont	
Shachi Blakemore	
Douglas Denham St Pinnock	
Neil Gorman	
Carol Hui	
Hilary McCallion	
Kevin McGrath	
Mee Ling Ng	
Abdi Osman	
Jenny Owen	
Tony Roberts	
Andrea Smith	
James Smith	

With

Nick Taylor	Grant Thornton, External Auditors (<i>for minutes 25-34</i>)
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In attendance

Richard Flatman	Chief Financial Officer
James Stevenson	University Secretary and Clerk to the Board of Governors
Ruth Sutton	Governance Assistant

Welcome and Apologies

1. Apologies were received from Andrew Owen and Pat Bailey, Deputy Vice Chancellor.
2. The Chair reported that governors had just received an informative presentation on the higher education green paper.

Declaration of Interests

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

Minutes of the previous meeting

4. The Board approved the minutes of the meeting of 21 October 2015 (paper **BG.64(15)**) and their publication with the proposed redactions, subject to minor amendments.

Matters Arising

5. The Secretary updated the Board on progress to acquire the lease of Hugh Astor Court. The Board noted that the final draft contract was with the Peabody Trust for approval. The Board noted that the negotiated deadline for vacant possession is 30 September 2016, which could be extended only in specified exceptional circumstances.
6. The Chair updated the Board about discussions he had with Morley College about potentially joining the LSBU group. The Board noted the confidentiality of the project. The matter would be discussed in detail at the Major Projects and Investment Committee.

Vice Chancellor's Report

7. The Board discussed the Vice Chancellor's report (paper **BG.65(15)**), which included an update on the proposal to establish the LSBU Institute of Professional and Technical Education and international partnerships.
8. The Board discussed student recruitment in detail and noted the under-recruitment of full-time undergraduates by 162 for Semester 1. The long-term growth targets to 2020 would be discussed at the Board strategy day in April 2016.

Nick Taylor of Grant Thornton entered the meeting

Chief Financial Officer's Report

9. The Board discussed in detail the Chief Financial Officer's report (paper **BG.66(15)**), which included updates on the current financial position; year end reporting; and the year end surplus of £1.2m, ahead of budget of £1m.
10. The Board discussed the impact of under-recruitment on the full year forecast. It was noted that there was a positive variance in staff costs of £1.5m and that Semester 2 recruitment for January 2016, which would help to make up the

income shortfall. The CFO remained confident, based on what was currently known, that this year's budget surplus would still be achieved.

11. The Board approved the financial tables for 2014/15 for submission to HEFCE as part of the HEFCE Annual Accountability Return.

Shachi Blakemore left the meeting

Key Performance Indicators report 2014/15 and targets for 2015/16

12. The Board discussed the Key Performance Indicators report (paper **BG.67(15)**) and approved the proposed targets for 2015/16, subject to minor amendments.

Corporate Strategy Progress Report

13. The Board noted the new Corporate Strategy Progress report (paper **BG.68(15)**). The Board requested a succinct report twice a year.

Audit Committee Annual Report

14. The Board noted the Audit Committee's annual report for 2014/15 (paper **BG.69(15)**). The Chair of the Audit Committee would sign the report at the end of the meeting.

External Audit findings

15. The Board noted Grant Thornton's audit findings report which had been discussed in detail by the Audit Committee (paper **BG.70(15)**). Mr Taylor reported that there were no matters which needed to be brought to the attention of the Board. The final version would be circulated.

External audit letter of representation

16. The Board noted the letter of representation to the external auditors (paper **BG.71(15)**). It was noted that there were no representations specific to LSBU. The Executive confirmed that all material matters had been disclosed to the auditors and that the representations were accurate and reasonable.
17. The Board approved the letter and authorised the Chair to sign the letter on behalf of the Board.

Annual report and financial statements for year ended 31 July 2015

18. The Board discussed the annual report and financial statements for year ended 31 July 2015 (paper **BG.72(15)**), which had been reviewed by the Audit committee and the Finance, Planning and Resources committee.
19. The Board noted minor amendments to the accounts made since the Audit Committee.
20. The Board noted assurances from the Executive that the form and content of the report and accounts were accurate and could be approved by the Board.
21. After careful consideration, the Board approved the annual report and financial statements for the year ended 31 July 2015 and authorised signature by the Chair and Vice Chancellor on behalf of the Board.
22. The Board noted that the accounts for South Bank University Enterprises Ltd (SBUEL) had been approved by the SBUEL Board at its meeting of 11 November 2015. As a wholly-owned subsidiary, the accounts of SBUEL were consolidated into the University group accounts.

Neil Gorman left the meeting

Written Resolution to reappoint Grant Thornton

23. The Board noted the prior approval by a majority of the members of the company of the written resolution to reappoint Grant Thornton UK LLP as external auditors to the University for the year to 31 July 2016 with delegation of remuneration to Executive on the recommendation of the Audit Committee. The Chair would sign the written resolution on behalf of LSBU at the end of the meeting.

Governance of LSBU sponsored academies

24. The Board noted the change in governance of the LSBU sponsored academies to a single charitable multi-academy trust company following discussions with the Department for Education (paper **BG.74(15)**).
25. The Chair noted that an LSBU independent governor would sit on the board of the multi-academy trust company.

Report on decisions of Committees

- 26. The Board noted a report on decisions of committees since its last meeting of 21 October 2015 (paper **BG.75(15)**).
- 27. The Board approved the revised terms of reference for the Major Projects and Investment Committee and the Academic Board.
- 28. A meeting of the Remuneration Committee would be held following this meeting.

Date of next meeting

- 29. The next Board meeting will be at 4pm on Thursday 17 March 2016, followed by a meeting of the University Court.
- 30. There would be an informal meeting of the independent governors in January 2016.

The Chair closed the meeting.

Confirmed as a true record:

..... (Chair)