

CONFIRMED

UNIVERSITY OF EAST LONDON HIGHER EDUCATION CORPORATION

BOARD OF GOVERNORS

Minutes of the Board of Governors held on Tuesday 16 October 2018 in Room EB.2.88, Docklands Campus

Present: Geoff Thompson (Chair), Solomon Alexis, Amanda Broderick (Vice-Chancellor & President), Amy Butterworth-Fernandes, Sally Dyson, Bindi Karia, Tommy MacDonnell, Tony Mullee, Michael Nartey and Janette Withey

In attendance: Dean Curtis (Chief Finance Officer) and Tristan Foot (Acting University Secretary)

Officers: Jane Thomas (University Governance Officer)

Apologies: John Garwood and Gary Stewart

18/01 NOTED: that the Board observed a minute of silence in tribute for the loss of Fabio Magalhaes, a UEL student who was due to enter into his final year of his architecture programme and Dr Chandra Lekha Sriram, a Professor Of International Law and International Relations who had been a member of staff at UEL for ten years.

18/02 DECLARATION OF INTERESTS

02/01 NOTED: that the Chair of the Board declared his interests in relation to the item on the Memorandum of Understanding between Youth Charter and UEL.

18/02 CONSTITUTION AND MEMBERSHIP

02/01 Membership of the Board for 2018/19

02/02 RECEIVED and NOTED: the membership of the Board of Governors for the forthcoming year as approved by the Board at its meeting on 3 July 2018.

02/03 APPOINTMENT OF NEW GOVERNORS

02/03 NOTED: that the Board agreed to approve the appointments of Mottie Kessler as an independent governor, Sunitha Narendran as a staff governor and Krunesh Patel as a student governor.

02/04 AGREED: that the CV for Mottie Kessler and the nomination form for Sunitha Narendran be made available on Convene for information.

18/03 MINUTES OF THE MEETING HELD ON 3 JULY 2018

03/01 RECEIVED and CONFIRMED: the minutes of the Board of Governors' meeting held on 3 July 2018 subject to an amendment being made to 92/02 to clarify that the Board had heard that the Remuneration Committee had determined a package to be offered to the incoming Vice-Chancellor and President, but details of the package was not disclosed at the meeting.

18/04 MATTERS ARISING FROM THE MINUTES

04/01 NOTED: that there were no outstanding actions.

18/05 MINUTES OF THE AUDIT COMMITTEE HELD ON 18 SEPTEMBER 2018.

05/01 RECEIVED and NOTED: the minutes of the Audit Committee held on 18 September 2018.

18/06 MINUTES OF THE FINANCE AND CAPITAL PROJECTS COMMITTEE HELD ON 11 SEPTEMBER 2018 AND 25 SEPTEMBER 2018

06/01 RECEIVED and NOTED: the minutes of the Finance and Capital Projects Committees held on 11 September 2018 and 25 September 2018.

18/07 THE DEVELOPMENT OF THE 2028 VISION AND 5 YEAR STRATEGIC PLAN AND THE 2017/18 KPI ANNUAL REVIEW

07/01 RECEIVED: a presentation from the Vice-Chancellor & President on the development of the 2028 vision and 5 year strategic plan.

07/02 NOTED that:

- a) the Vice-Chancellor and President presented details of Vision 2028, setting out her vision and mission and proposing a set of strategic objectives in relation to Future Graduate, Future Professional, Future Life and Sustainability, which was well received by the Board.
- b) the main focus was to increase the employment and diversity of people who were job prepared and to help them to realise their potential. It was noted that a global talent forum had been held whereby a number of business leaders had been invited to discuss what their skills gaps were going forward as it was recognised that the types of skills required were changing and would be significantly different in the future.

- c) a new set of KPIs were proposed to fit in with the strategic objectives and it was agreed that the Board would receive quarterly updates on these KPIs.
- d) a different approach was being taken in relation to our planning process to enable us to manage our 2018/19 budget. A financial plan was in place that would enable us to have a targeted investment strategy to ensure that we were in an improved position, irrespective of our student income.
- e) the need for meaningful consultation with staff was discussed and it was noted that a comprehensive campaign was planned commencing with roadshows from the beginning of November leading up to the Christmas break.

18/08 EXECUTIVE AND ACADEMIC GOVERNANCE

08/01 RECEIVED: a report from the Acting University Secretary on Executive and Academic Governance.

08/02 NOTED that:

- a) a new scheme of governance was proposed which encompassed all the activity of the University into three strands of governance – corporate governance, executive governance and academic governance. The proposal sought to establish a clear mechanism through which the University could ensure strategic alignment as well as a clear separation of executive decision-making and academic governance.
- b) the proposed scheme of governance had been seen by the University Executive Board and comments had been received which were still being addressed. It was also noted that the proposal would need to be presented to Academic Board. It was recognised that, if the proposal was approved, the implementation would take up to a year, but would refocus Academic Board on academic matters.

08/03 RECEIVED: a report from the Vice-Chancellor and President proposing the establishment of a University Executive Board.

08/05 NOTED that:

- a) a proposal was made for the establishment of a University Executive Board to ensure that the methodology, processes, structures, resources and accountability were in place to deliver the corporate strategy which would be the principal executive committee of the University. This proposal had been seen by the Short Life Working Group.
- b) the proposed membership of the University Executive Board would reflect responsibility for and accountability of the strategic priorities. As a result a

number of senior posts had been created with specific portfolios attached and approval was sought to start the recruitment process.

08/06 AGREED:

- a) to the direction of travel, subject to a refinement of the detail contained within the proposal to be discussed further at the Board Strategy day in November.
- b) to give approval to start the recruitment process for the posts as outlined.

18/09 FINANCE – MEDIUM TERM FINANCIAL STRATEGY

09/01 RECEIVED: a report from the Chief Finance Officer on the Medium Term Financial Strategy.

09/02 NOTED that:

- a) the recruitment and retention position would conclude at the end of the week. However, it was already apparent that the final position would result in a significant loss of income.
- b) a number of other potential risks were identified for the forthcoming year including an increase in the cost of pension benefits and the potential for higher than planned for employee pay awards, which was proving to be a problem across the sector.
- c) the medium term financial strategy had been set with a target to break even in 2019/20 and to achieve a small level of surplus in 2020/21. It was noted that work was being undertaken to ensure that there were sufficient cash reserves for next year, but any proposals would be discussed fully at the Finance and Resources Committee.

18/10 RISK REGISTER AND MITIGATION PLAN

10/01 RECEIVED and NOTED: the risk register and mitigation plan.

18/11 ANNUAL REPORT ON THE UNIVERSITY LEAGUE TABLES

11/01 RECEIVED and NOTED: the annual report on the University League tables.

18/12 ANNUAL REPORT ON THE NATIONAL STUDENT SATISFACTION SURVEY

12/01 RECEIVED and NOTED: the annual report on the National Student Satisfaction survey.

18/13 ANNUAL REPORT ON THE RESEARCH INTEGRITY CONCORDAT

13/01 RECEIVED and NOTED: the annual report on the Research Integrity Concordat.

18/14 ANNUAL REPORT ON THE PREVENTION OF TERRORISM

14/01 RECEIVED and NOTED: the annual report on the Prevention of Terrorism.

18/15 STRATEGIC OPPORTUNITIES

15/01 NOTED: that the Vice Chancellor and President introduced a new section on strategic opportunities which would remain as a standing item on future agendas. This incorporated the three key areas of growth, Digital, Smart Cities and Infrastructure, Health, Sport and Well-being and Tourism, Culture and Heritage.

15/02 Health, Sport and Wellbeing

15/03 RECEIVED: a copy of a Memorandum of Understanding between Youth Charter for Sport Limited and UEL.

15/04 NOTED: that the document was provided to ensure transparency. It was noted that this had been fully discussed prior to the agreement being signed and VCG had fully considered the potential for conflict.

18/16 BOARD STRATEGY DAY

16/01 NOTED: that the Board Development Day would include a presentation from an external speaker in relation to academic governance to enable the Board to gain assurance that the academic governance within the University was operating effectively. It was also noted that there would be a session run by the Vice-Chancellor & President on developing the strategic vision to 2028 and a final session run by the Vice-Chancellor & President, the Chair of the Board and the University Secretary in relation to health, well-being, safeguarding and Prevent.

18/17 GOVERNANCE EFFECTIVENESS REVIEW

17/01 RECEIVED: a report from the Acting University Secretary on the work of the Short Life Working Group.

17/02 NOTED that:

- a) the Short Life Working Group had met on two occasions since the last Board meeting. It was noted and agreed that the following recommendations were now complete:
 - *Recommendation 4 (Adopt expert working groups to increase the range and diversity of skills and expertise deployed in shaping the direction of the University and its future development).* It was agreed that the *Governance and Search Committee would include any expert working groups within the annual review of governance.*

- *Recommendation 13 (Develop a rolling succession plan approach to identify individuals for all key roles on the Board and Executive, to be reviewed every six months as part of formal Board Business).* It was agreed that the Governance and Search Committee would consider the updated skills matrix in order to develop a rolling succession plan approach.
- *Recommendation 14 (Introduce a genuinely fixed term appointment model for the Board with no 'automatic' reappointments. Conduct annual Governor reviews).* It was noted that this had been considered and agreed by the Governance and Search Committee.
- *Recommendation 25 (Conduct an annual full 360 degree assessment of performance of the Board and its Members).* It was noted that this had been considered by the Governance and Search Committee and an annual review process has been agreed.
- *Recommendation 26 (Hold annual stakeholder meeting with Board presentations on its work and operations).* It was noted that the possibility of holding an annual stakeholder meeting had been discussed and it had been agreed that a Strategy launch would be more desirable.

17/03 AGREED: that the recommendations identified above were now complete.

17/04 RECEIVED and APPROVED: the proposed terms of reference for the Governance and Search Committee and the Remuneration Committee.

17/06 NOTED: that a further meeting of the Short Life Working Group was due to be held on 23 October. It was intended that this meeting would be a single-item agenda to conclude the work of the group and to transfer responsibility for monitoring improvements made to other committees and Boards as appropriate.

18/18 CHAIR'S BUSINESS

18/01 NOTED that:

- a) a query was raised regarding the purpose of the recent visit by the King of the Ashanti. It was noted that this was an opportunity to develop with a number of commonwealth countries and reflected our commitment to diversity, multi-stakeholder partnerships which aligned to our international strategy. A memorandum of understanding was also signed which allowed UEL to explore opportunities in Ghana.
- b) the OfS had requested additional information in relation to our application for registration which was submitted on 17 September. In addition we had been advised that the OfS required us to make some changes to our proposed student protection plan and they would be providing further details later this week.
- c) at a CUC Plenary Session, Glasgow University has issued a call to the sector to declare any benefits received from slavery and make amends. It was noted that UEL has supported this call and the CUC Chair would issue a collective response to the VC group and a press release would also be issued.

18/19 STUDENT ACTIVITY REPORT

19/01 RECEIVED and NOTED: a report from the Acting Director of Student Recruitment and Marketing and the Head of International Recruitment on student activity.

19/20 ANNUAL CYCLE OF INFORMATION

20/01 RECEIVED: the annual cycle of information.

20/02 NOTED: that the annual cycle of business would be amended to remove the standing item for the student activity report. It was also noted that there was some further changes that would be made to correct terminology and, as work continued on the scheme of governance, it was possible that the cycle would be developed further as work was undertaken to align the corporate, executive and academic governance agendas.

18/21 SCHEDULE OF MEETINGS FOR 2018/19

21/01 RECEIVED and NOTED: the schedule of meetings for 2018/19.

18/22 USE OF THE CORPORATION'S SEAL

22/01 NOTED: that the Corporation's seal had been used on the following documentation since the last meeting of the Board of Governors held on 3 July 2018:

- Deed of Covenant – Knowledge Dock
- Deed of Covenant – UELPS
- Deed of Surrender – John Smith's campus shop

18/23 DATES OF MEETINGS OF THE BOARD OF GOVERNORS

23/01 NOTED: that the dates of remaining meetings of the Board of Governors are as follows.

- Tuesday 27 November 2018
 - Board Strategy Session from 1 pm – 5 pm
 - Board Meeting from 5 pm – 7 pm
- Thursday 29 January 2019 (Board Development Day)
- Tuesday 26 March 2019
- Tuesday 21 May 2019
- Tuesday 9 July 2019

SIGNED:

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Chair of the Board

DATED:

27 November 2018
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