

CONFIRMED

UNIVERSITY OF EAST LONDON HIGHER EDUCATION CORPORATION

BOARD OF GOVERNORS

Minutes of the Board of Governors held on Tuesday 24 March 2020 by conference call

Present: Anulika Ajufo (Chair)(from minute 19/46 to 19/64) Ismail Amla, Amanda Broderick (Vice-Chancellor & President), Jackie Craissati, John Garwood, Bindi Karia, Mottie Kessler, Tommy MacDonnell, Ismail Mohammed, Tony Mullee, Michael Nartey, Gary Stewart and Janette Withey

In attendance: Dean Curtis (DVC/Chief Finance Officer), Rex Knight (Interim University Secretary), Paul Marshall (PVC Careers and Enterprise) and Vanessa Varvas (Chief Marketing Officer)

Officers: Jane Thomas (Governance Manager)

19/46 DECLARATIONS OF INTEREST

46/01 NOTED: that the Chair declared an interest on the item in relation to the appointment of a Chair and it was noted that she would withdraw from the meeting when this item was discussed.

19/47 MINUTES OF THE MEETING HELD ON 29 JANUARY 2020

47/01 RECEIVED and CONFIRMED: the minutes of the meeting of the Board held on 29 January 2020 subject to the amendment to the date of the meeting.

19/48 MINUTES OF THE EXCEPTIONAL MEETING OF THE BOARD HELD ON 29 JANUARY 2020

48/01 RECEIVED: the minutes of the Exceptional Meeting of the Board held on 29 January 2020.

48/02 NOTED: that due to the confidential nature of these minutes, they had been made available in a separate reading room for independent governors and the student governor only. It was noted that any comments on these minutes should be sent to the Interim University Secretary or the Governance Manager by close of play on Friday 27 March 2020.

19/49 MATTERS ARISING

49/01 NOTED: that there were no outstanding matters arising.

19/50 MINUTES OF THE AUDIT AND RISK COMMITTEE HELD ON 25 FEBRUARY 2020

50/01 RECEIVED and NOTED: the minutes of the Audit and Risk Committee held on 25 February 2020

19/51 MINUTES OF THE FINANCE AND RESOURCES COMMITTEE HELD ON 24 JANUARY 2020 AND 24 FEBRUARY 2020

51/02 RECEIVED and NOTED: the minutes of the Finance and Resources Committee held on 24 January 2020 and 24 February 2020

19/52 MINUTES OF THE GOVERNANCE AND SEARCH COMMITTEE HELD ON 24 FEBRUARY 2020

52/01 RECEIVED: the minutes of the Governance and Search Committee held on 24 February 2020.

52/02 NOTED that:

- a) Saxton Bampfylde had been successful in securing the contract to support the recruitment of independent members to the Board. Advertisements had now been placed and SaxBam had spoken to members of the Board in relation to the recruitment exercise. A longlisting and shortlisting process would take place and the interviews were currently due to take place in the last two weeks of June.
- b) the annual review of governors had been agreed by the Governance and Search Committee. The self-assessment process had not been undertaken for 2018/19 due to the circumstances which existed last summer, however, the process would be reinstated for 2019/20. Individual forms would be sent out to governors and appointments made for telephone conversations to take place with the Chair.

19/53 REPORT FROM THE VICE-CHANCELLOR & PRESIDENT

53/01 NOTED that:

- a) the institutional priorities through the crisis period created by Covid-19 were ensuring the health and wellbeing of all the students and staff, to put into place support mechanisms to secure continuation or qualification of all students without detriment and to ensure the sustainability of the University post-crisis and to look at the medium and longer term strategic development to ensure long-term sustainability.

- b) the Stratford Campus and University Square Stratford Campus had both been closed to general access and only security, cleaning and maintenance staff were on site. These members of staff were classed as key workers. It was noted that there was restricted access to the Stratford campus as the nursing simulation suite would be moved to Docklands to enable training where needed.
- c) as of midnight on 23 March 2020 all services had been closed down on the Docklands Campus, except for the essential services which were necessary to fulfil our duty of care for the students. This included security, maintenance, catering and cleaning and a small combined residential life team, which included members of staff who had been redeployed in order to help support the team. It was noted that there would be a need to pay for additional catering services for our students. There remained approximately 800 students on campus in the Halls of Residence. Any other students who had tried to come onto campus had been asked to leave in line with the Government's advice. It was noted that universities were not able to fully close due to the duty of care around our Halls of Residence.
- d) teaching and learning had been moved online to 1 May and assessment online to 18 May. The level of engagement was being tracked through Moodle and there was currently 50% engagement online, which was higher than usual.
- e) approximately 1000 new students were due to start at the University in May, however, the risk assessment had showed that this would not be possible and therefore their entry had been deferred to the September intake. It was recognised that this would be fluid as it was not yet known what the position would be in September.
- f) the planned open day due to take place on 21 March 2020 had been moved to a virtual open day. It was noted that there had been some good engagement, but there was more work to be done to ensure that open days were as successful as possible.
- g) there would be no A Level or GCSE examinations this year, with results being determined by other means and the impact this had on the admission process would need to be worked through. Universities were currently required to pause making offers for two weeks whilst Ofqual developed the details of the new system.
- h) in relation to financial sustainability, it was noted that, although there had been a range of packages announced by the Chancellor, there had not yet been any definitive proposals in relation to the University sector. There was a possibility that short term student number controls could be put in place to allow a fairer allocation of students across Universities. In addition, there was potential for Universities to take the lead in how they could merge with other institutions or

take over other institutions. The feasibility of this option was discussed, but this was not an option that would be recommended at the current time.

- i) AWS had been key in facilitating the move to on-line provision and it was recognised that the move could not have been made at the same speed and quality without their help.
- j) in relation to risk, it was noted that the most recent forecast was for a £5m outturn against a £4m target and it had been anticipated that this would be exceeded as a result of the term 3 input. However, there were a number of factors which would now impact on this forecast including the deferral of the May entry, the number of students who had suspended their study, the non-payment of the final instalment for residences and lost income from the summer school, Knowledge Dock and Sportsdock. This would have an impact of approximately £10m on the University. The National Student Survey (NSS) was also a key area of risk and it was hoped that the NSS would be cancelled for this year. There would also be a risk to the levels of retention, which would be exacerbated by the current crisis.
- k) there were some areas of the strategy which would need to be given priority e.g. Digital 1st, whilst other areas may need to be re-phased due to the current crisis and management capacity.
- l) the Chair commended the Vice-Chancellor & President (VCP) for the work that had been undertaken over the last four weeks and highlighted the level of communications which had been provided to both staff and students during this time. It was noted that a number of independent governors had been supporting the VCP, particularly in relation to safeguarding and the monitoring of risks from a risk management perspective.
- m) a question was raised as to how the students were being supported at this time. A large number of students did not have wifi access and a wifi voucher scheme had been put in place to support those students. The main area of concern for students related to assessment and it was recognised that there was a need to maintain the standards of the university while at the same time exercising flexibility to address the current circumstances.
- n) in relation to staff, a comprehensive package had been put in place to allow members of staff to work remotely. There were a number of paper processes which had proved difficult to function on a distance basis. However, all staff were working remotely by close of play on Monday 23 March with the exception of a team of essential staff who would keep the residences supported throughout this period. It was noted that there were a number of staff who had gone above and beyond for the sake of the university and who had agreed to live on site during the period. It was noted that an increment on salaries would be paid for these members of staff.

- o) a wider package of support including a 24/7 clinical support service had been provided for all staff and students if they had any concerns, which would be running throughout the whole period. It was noted that a communication from the Board would also be sent to staff and students to show solidarity for the institution and the way the leadership of the university was dealing with the situation.
- p) the President of UELSU recognised that there were things that had gone well, specifically in relation to the speed at which the university had moved from teaching in person to teaching online. He highlighted that there had been some initial frustrations in relation to communication and conflicting information. He highlighted that the students were mainly concerned about their assessments. A survey had been sent out by residential life which had highlighted a number of areas of concern. The key areas included the payment of fees, particularly in relation to international students. For home students it was recognised that many were struggling studying from home due to space restrictions and other responsibilities.
- q) this current crisis had come after a period of strike action which had had an impact on the student experience. It was noted that, although it was stated that no lessons would be missed, the quality of the supply teachers meant that the quality of learning or teaching had not been up to standard.
- r) there were some students who were not abiding by the rules of the lockdown and social distancing. It was noted that the President of UELSU and the CEO were working with the different services within the university to understand where the challenges were and address them.

19/54 KPI DASHBOARD & PROJECT MANAGEMENT OVERSIGHT

54/01 NOTED that: the discussion on the KPI dashboard and project management oversight would be deferred to the May meeting of the Board.

19/55 CAREERS AND ENTERPRISE SUB-STRATEGY

55/01 RECEIVED: a report from the PVC, Careers and Enterprise on the Careers and Enterprise Sub-Strategy

55/02 NOTED that:

- a) the university was performing in line with its benchmark for the overall employment of its graduates, however, its performance in graduate-level employment defined as “highly skilled employment or continuing study” was ranked one of the worst in the sector. The report sought to identify the problems which existed in the institution and present an analysis of different areas of activity in order to respond to the issues.

- b) the support services which existed within the university had tended to be separated out from the students. It was also recognised that UEL did not engage with students in relation to their employment journey until they were in year 2 and there was a lack of support when students graduated.
- c) the vast majority of our students were looking for employment, rather than already in employment. We also had a small continuing professional development offering. It was noted that some of UEL's competitors were outperforming us because they were engaging more with employers and employees in terms of development. As an institution it was noted that there was very little diversification of income, which was mainly achieved through our undergraduate and postgraduate offering, which in turn affected our financial viability.
- d) the approach highlighted within the report sought to transform the look and feel of the institution, but also identify the changes which were necessary to open up and diversify the activities within the university to continue to reinforce the employment and self-employment offering and to ensure that the students knew that they were supported in their ultimate employment journey from day one.
- e) there had been no cross-university approach to employer engagement and it was noted that it was proposed that a cross-university network of industrial advisory boards be established. This would enable UEL to show potential employers that UEL wanted to work with them and appreciated what they had to offer.
- f) the results of the proposed way forward should be seen quite quickly as the component parts of the strategy already existed within the university but needed to be brought out and highlighted to students. The largest piece of work related to the need to rewrite the entire curriculum. This had now been completed and the new curriculum was being delivered.
- g) the reported attainment gap was worsening. It was noted that in part this was because there had been an academic policy change in 2016/17 which had resulted in 500 students exiting from the university without a sub-degree qualification. This included a high proportion of BAME students at that time and this had contributed to the HESA data.
- h) the number of students going into self-employment was low and this was partly as a result of the way in which the university had been offering enterprise services to the students. This had been as a result of a policy decision which had been made which was no longer in place. As a result, there had been a total of 30 students going into self-employment this year and a target of 100 students going into self-employment had been set for the following return.

- i) only one student of the most recent cohort had been recruited onto schemes run by the Times Top 100 Graduate Employers. It was noted that there was a need to fully understand the engagement we currently had with the top 100 employers. It was thought that UEL was currently engaging with around 20 of these companies, which was an improvement on the previous position.
- j) it was highlighted that there was a need to understand what the employer required when developing these plans. However, it was noted that the report identified the failings in relation to the offerings to students. Once these issues had been addressed then it was planned to engage with the employers. It was noted that any advice in relation to this from members of the Board was most welcomed.
- k) members welcomed the report and thanked Dr Marshall for it. Some members felt that the institution needed to focus on fixing the basics of careers support first, whereas others thought that there was a need to develop a more distinctive proposition for employers, but the developments reported on were endorsed.

19/56 MID-YEAR FINANCIAL FORECAST

56/01 RECEIVED: reports from the DVC/Chief Finance Officer in relation to the mid-year review and the initial forecast outturn and cash flow for 2019/20 and 2020/21 considering a view of the impact of Covid19

56/02 NOTED that:

- a) a number of scenarios had been prepared for 2019/20 and 2020/21 taking into account the potential impact of Covid19.
- b) the University had been in a good position prior to the events relating to Covid19 which had taken place over the last 10 days and the level of uncertainty that this had had on the institution. There was currently no indication as to when the current position would end and the type of institution which would exist at the end of the crisis.
- c) for 2019/20 it was anticipated that we would have a viable and sustainable institution, as long as there was not a complete collapse in the numbers of students registered in the institution. There were some issues which would need to be monitored including whether students would stay and whether they would pay. It was noted that there had been a sizeable increase of defaults on payment plans. There were currently 300 semester B students who were off plan and a further 390 students where there were concerns. All other streams of income had ceased and the institution faced an income loss of between £10.8m and £12.1m. Consideration would need to be given as to the impact on the reduction of income and the impact on the staff. There would be a need to maximise the utilisation of the work force and to

reduce temporary workers to a minimum. More radical action to control expenditure might be required but at present this was not being planned for.

- d) the Coronavirus Job Retention Scheme would apply to the University and 80% of salary would be available to UEL and it was possible that this scheme would be extended if there had not been a return to normal at the end of this time.
- e) the cashflow position would be reasonable by the end of 2019/20 and there would be no need to use the revolving credit facility.
- f) there were a number of scenarios for 2020/21. Scenario 1 was the worst case scenario which included a sizeable reduction in home/EU students and a large reduction in international students, which would in turn have an impact on the income from the residences.
- g) scenario 2 anticipated a lesser impact than scenario 1, in which the home/EU attrition rates remained the same as forecast and rents were collected for term 3. It was recognised that this was still not a good position and would require management to deal with the temporary nature of the income position which would be a challenge.
- h) scenario 3 took a more optimistic view and whilst it recognised the reduction in income of £10m, the cost structure could be realigned to get close to the original forecast for 2020/21.

19/57 SECURITISATION

57/01 RECEIVED: a report from the DVC/Chief Finance Officer in relation to securitisation.

57/02 NOTED that:

- a) a number of options had been considered by the Finance and Resources Committee in relation to the securitisation project. The option recommended to the Board by FRC was to take £71.9m and investigate an option to take a further £30m within two years. The DVC/Chief Finance Officer had liaised with Aberdeen Standard in relation to the cost of keeping an option open on the further £30m, however the proposed cost of this was prohibitive.
- b) it was recognised that the securitisation project remained a good proposal to take forward, especially given the current crisis, which had highlighted the need for investment in IT, web services and the cloud. The possibility of taking the full £103m was also discussed, especially given the cost of keeping an option open on the further £30m

- c) the need to establish whether the priorities previously identified remained the same was discussed. It was felt that the priorities would remain largely unchanged with investment in cloud computing, USS and investment in Stratford remaining priorities and the de-prioritisation of the Docklands campus. These priorities recognised the attractiveness of the Stratford location.
- d) the monies released from the securitisation project would put UEL in a strong position, especially given the current volatility. It was noted that the monies released from the project will not be used to shore up the balance sheet but should be used for growth and diversification.
- e) Aberdeen Standard were expecting a decision after the Board meeting, it was agreed that the DVC/Chief Finance Officer should advise them that the decision would be slightly delayed whilst consideration was given as to whether to take the £70m or the £103m option.
- f) there was a need for FRC to give further consideration to the options in light of the current situation and provide a recommendation to the Board. It was agreed that an FRC meeting should be undertaken by Friday 27 March 2020, with a final decision made by the Board on Monday 30 March 2020 at the latest.

57/03 AGREED:

- a) the DVC/Chief Finance Officer to provide the Finance and Resources Committee with a cashflow analysis based on the scenarios which had been presented at the meeting and details of the costs associated with taking the £72m or the £103m, particularly in relation to the negative cost of carry.
- b) to hold an exceptional meeting of the Finance and Resources Committee to discuss the position and make recommendations to the Board.
- c) to hold an exceptional meeting of the Board to make a decision based on the outcome of the Finance and Resources Committee as to whether to take the £72m or £103m.

19/58 WEB/CRM BUSINESS CASE

58/01 RECEIVED: a report from the Director of External Relations and the Director of IT Services on the Website and CRM Projects.

58/02 NOTED: that the full proposal for the Website and CRM projects had been reviewed by the Finance and Resources Committee and they were recommending that the funding be approved. It was noted that there was a need to start the implementation of these projects as a priority.

58/03 APPROVED: the website and CRM projects.

19/59 SAFEGUARDING

59/01 RECEIVED and APPROVED: the revised Safeguarding Policy. There would be a further discussion of Safeguarding and Duty of Care at the meeting of the Board in May.

19/60 ANNUAL REPORT ON STUDENT COMPLAINTS

60/01 RECEIVED and APPROVED: the annual report on student complaints.

19/61 DRAFT SCHEDULE OF MEETINGS FOR THE FORTHCOMING ACADEMIC YEAR

61/01 RECEIVED and NOTED: the draft schedule of meetings for the 2020/21 academic year.

19/62 YOUTH CHARTER

62/01 RECEIVED: a report from the Interim University Secretary, and a report from Mr Kessler and Mr Stewart in relation to Youth Charter.

62/02 AGREED: to defer the discussion in relation to Youth Charter to the May meeting of the Board of Governors.

19/63 FORMER CHAIR'S EXPENSES

63/01 RECEIVED: a report in relation to the Former Chair's expenses

63/02 AGREED: to defer the discussion in relation to the former Chair's expenses to the May meeting of the Board of Governors.

19/64 APPOINTMENT OF THE CHAIR

64/01 RECEIVED: a report from the Interim University Secretary in relation to the Chair's expenses and the appointment of a Chair.

64/02 NOTED that: the discussion in relation to the Chair's expenses and the appointment of a Chair are contained in a confidential minute.

19/65 BUSINESS DISCUSSED AT ACADEMIC BOARD

65/01 RECEIVED and NOTED: a report from the Quality Officer on the business discussed at Academic Board on 4 December 2019 and 26 February 2020.

19/66 ANNUAL CYCLE OF INFORMATION

66/01 RECEIVED and NOTED: the annual cycle of business

19/67 USE OF THE CORPORATION’S SEAL

67/01 NOTED: that the Corporation’s Seal has not been used since the last meeting of the Board held on 29 January 2020.

19/68 DATES OF THE MEETINGS OF THE BOARD FOR 2019/20

68/01 NOTED: that the dates of the meetings for 2019/20 were 26 May 2020 and 7 July 2020.

19/69 FORTHCOMING EVENTS:

69/01 NOTED: the following events at UEL:

- 21st March – Offer Holder Day –Docklands
- 1st April- Open Evening (UG) Stratford
- 22nd April- Open Evening (PG)
- 29th April- Career Zone Launch – Docklands
- May – Efactor Running throughout – Enterprise Team
- 27th May – Sports Awards -
- 3rd June- Royal Docks Festival + VC&P Awards
- 13th June- Open Day (across all sites)
- 15th+16th July – Graduation

SIGNED:
Chair of the Board of Governors

DATED: