

CONFIRMED

UNIVERSITY OF EAST LONDON HIGHER EDUCATION CORPORATION

BOARD OF GOVERNORS

Minutes of the Board of Governors held on Tuesday 18 October 2022 in Room KD.2.22 on the Docklands Campus

Present: John Garwood (Chair), Matthew Almond, Steven Armstrong, Amanda Broderick (Vice-Chancellor & President), Jazz Bhogal, Sophia Bokhari, Ben Buckton, Jackie Craisatti, Les Ebdon, Pippa Evans, Regina Everitt, Sarah Fahy, Amanjit Jhund, Bindi Karia, Tommy MacDonnell, Doris Olulode, Lavanya Rajendran, Gary Stewart and Janette Withey (via Teams)

In attendance: Hassan Abdalla (Provost), Bugewa Apampa (Dean of the Office for Institutional Equity), Jim Benson (University Secretary), Laura Clayton (Director of Strategy), Joseph Cooper (Director of People and Culture), Dean Curtis (DVC & Chief Finance Officer), Paul Marshall (PVC Careers and Enterprise), Ian Pickup (Chief Operating Officer) and Vanessa Varvas (Chief Marketing Officer)

Officer: Jane Thomas (Governance Manager)

Apologies: Trevor Critchlow

22/01 DECLARATIONS OF INTEREST

01/01 NOTED: there were no declarations of interest.

22/02 MEMBERSHIP

02/01 RECEIVED and NOTED: the membership of the Board and Standing Committees.

22/03 SCHEDULE OF BUSINESS

03/01 RECEIVED and NOTED: the Schedule of Business.

22/04 MINUTES OF THE MEETING OF THE BOARD HELD ON 7 JULY 2022

02/01 RECEIVED and CONFIRMED: the minutes of the meeting of the Board held on 7 July 2022.

22/05 MATTERS ARISING

05/01 NOTED that:

- a) the Stratford New Build was on the agenda for this meeting.
- b) the People Strategy required further discussion before being presented to the Board
- c) the update on medical science would be presented to the March meeting of the Board.
- d) risk management had been included on the agenda for this meeting.

22/06 REPORT OF BUSINESS DISCUSSED AT STANDING COMMITTEES

06/01 RECEIVED and NOTED: a report from the Governance Manager on business discussed at standing committees.

22/07 DRAFT 2021/2022 REPORT AND ACCOUNTS UPDATE

07/01 RECEIVED: a verbal update on the draft accounts from the Deputy Vice-Chancellor & Chief Finance Officer

07/02 NOTED that:

- a) the audit programme appeared to be about 5-7 days behind, but 2 months ahead of last year's audit. A new auditor had been appointed for this year, which could make the audit process more challenging to complete. The issues under review are:
 - Fixed asset classification (since 1992)
 - Income recognition methodology and principals, in particular:
 - Tuition fee deferrals from the Semester B and C intakes
 - Deferred Grants
 - Provisions – NB: very early subjective decisions taken, and more facts had now been established leading to a reconsideration of their size and suitability.
 - Post balance sheet events, in particular;
 - Pensions – inflation and gilts
 - Holiday entitlement following a particular case of law at the end of July 2022
- b) a close out meeting was due to take place on 1 November, with the draft management letter to follow shortly afterwards. If everything went smoothly then the accounts would be ready for 25 November 2022 in time for the joint ARC and FRC meeting.

22/08 2022/2023 FINANCIAL POSITION

08/01 RECEIVED: a report from the Deputy Vice-Chancellor & Chief Finance Officer

08/02 NOTED that:

- a) the university was in the end process for Semester A recruitment. It was noted that the University had already substantially exceeded its targets for overseas and postgraduate students.
- b) the home recruitment was tracking towards the target and was ahead of where it was this time last year. It was noted that, although there had been some concern in relation to home recruitment, there had been a significant improvement on previous years.
- c) the university was on track to exceed its budget income position, with the next few weeks determining the position on home students.
- d) recruitment activity would now begin to concentrate on Semester B & C recruitment

22/09 STRATFORD NEW BUILD PARTNER RECOMMENDATION

09/01 RECEIVED: a report from the Director of Projects & Estates Development.

09/02 NOTED that:

- a) the formal procurement process was under way for a delivery partner to design, build finance and operate the Stratford redevelopment. The first part of the second stage had resulted in two interested bidders. One bidder was offering student accommodation, a new academic building and a £1.5m premium on close, whilst the other bidder was offering a much more flexible approach which put us in charge of the nature of the building constructed and ensured our requirements were reflected in the building. It was recognised that there were risks in terms of flexibility when closing out the detail, however, they were offering a £15m premium on close. It was noted that the two bidders were being kept at this stage in order to maintain competition.
- b) in both cases the bidders wanted UEL to close out the planning risk. It was noted that this would be at a cost of approximately £2m, however, it was acknowledged that this would enable UEL to ensure that the end product was closest to UEL's requirements.
- c) alternative routes were being investigated in case the financial position around the proposition did not meet UEL requirements.

22/10 ROYAL DOCKS CENTRE FOR SUSTAINABILITY UPDATE

10/01 RECEIVED: a presentation from the Pro-Vice-Chancellor, Careers & Enterprise on the Royal Docks Centre for Sustainability.

10/02 NOTED that:

- a) in response to a question, it was noted that UEL did not have exclusivity with AWS or any IT provider.
- b) UEL were finally getting the support of corporate sponsors, where that had not been the case previously. It was recognised that higher education was an area where the tech companies wanted to engage. It was noted that the PVC, Careers and Enterprise would be happy to brief Bindi Karia and Gary Stewart on the progress with the project, given that this was their area of expertise.
- c) a question was raised as to where companies would move to after the incubator stage, and it was noted that there were already grow on spaces that existed within the local infrastructure.
- d) a Director would be hired to manage the space. An application process for the selection of students to hire the incubator space would be put in place and the space would only be let to people who met UEL criteria.

22/11 RISK MANAGEMENT UPDATE

11/01 RECEIVED: a report from the Risk Manager on the UEL Institutional Risk Report

11/02 NOTED that:

- a) the report had three specific matters to note – the current risk profile, the top individual risks and then the deep dives into specific risks.
- b) the Audit and Risk Committee reviewed the risk register on a regular basis and the Chair of that committee noted that a great deal of work had been undertaken to improve the risk register and the approach to risk management.

22/12 CHAIR'S ACTION – APPOINTMENT OF GOVERNORS

12/01 RECEIVED and NOTED: a report from the University Secretary confirming the Chair's action which was taken to confirm the appointment of Sarah Fahy as an independent member of the Board.

22/13 OFS REPORTABLE EVENTS

13/01 RECEIVED: a report from the University Secretary on reportable events to the Office for Students (OfS).

13/02 NOTED that:

- a) two events had been reported to the OfS. The first related to the financial statements for 2020/21 which were changed to reflect an omission within note 27 of the original financial statements. It was noted that the OfS had confirmed that it had no concerns and would not be taking any further action.
- b) the second event related to a new campus which had been opened by a collaborative partner, Italia Conti who had moved to a new campus at the start of the 2022/23 academic year. Again, the OfS confirmed that they had no concerns about this event and would not be taking any further action.
- c) other regulatory issues were discussed and recorded under reserved business.

22/14 BYE-LAWS AND STANDING ORDERS

14/01 RECEIVED: a report from the University Secretary on the University's Bye-Laws, Standing Orders and Scheme of Delegation.

14/02 NOTED that:

- a) the Board had approved its revised Instrument and Articles in May 2022 and the new Bye-Laws and Standing Orders in July 2022. A number of final amendments had been made to the Bye-Laws and Standing Orders as a revised Scheme of Delegation had been approved by the Audit and Risk Committee and these needed to be aligned with the new Bye-Laws and Standing Orders.
- b) the amendments included the terms of reference for the Board's committees, a formal procedure for the appointment of the Vice-Chancellor & President (to be drafted) and a change to the delegated powers which gave the Provost and Deputy Vice-Chancellor the power to suspend and expel students, which would allow the Vice-Chancellor & President to deal with any subsequent appeal.

14/03 AGREED: to approve the amended Bye-Laws and Standing Orders

22/15 APPOINTMENT OF THE CHAIR OF THE BOARD

Secretary's Note: This item was chaired by Bindi Karia in the absence of John Garwood who left the room for this item.

15/01 RECEIVED: a report from the University Secretary on the appointment of the Chair of the Board.

15/02 NOTED: that the Governance and Search Committee had considered the appointment of the Chair and was of the view that John Garwood should be asked to extend his appointment until 31 July 2024. This enabled a period of continuity given that the Board had appointed eight new members, including staff and students, within the last 8 months. It was noted that John Garwood had confirmed that he would be willing to continue for a two year term but would stand down from the Board at the end of that term.

15/03 AGREED: the Board agreed to reverse the decision made in March 2022 to proceed with a process of appointing a Chair from 1 August 2023 and to appoint John Garwood as Chair until 31 July 2024.

22/16 REPORT ON BUSINESS DISCUSSED AT ACADEMIC BOARD

16/01 RECEIVED and NOTED: a report from the Quality Assurance Officer on the business discussed at Academic Board.

22/17 USE OF THE CORPORATION'S SEAL

17/01 NOTED: that the Corporation's Seal had not been used since the last meeting of the Board held on 24 May 2022.

22/18 DATES OF MEETINGS

18/01 NOTED: that the dates of meetings for 2022/23 were as follows:

- 17 November 2022
- 6 December 2022 (Remote meeting to approve accounts)
- 30/31 March 2023 (Strategy Session and Board Meeting)
- 23 May 2023
- 4 July 2023

SIGNED:
(Chair of the Board of Governors)

DATED: