



**UNIVERSITY  
OF LONDON**

## **BOARD OF TRUSTEES**

Wednesday, 20 May 2020, at 4.00 pm  
By conference call

### **MINUTES**

#### **PRESENT**

The Baroness Amos of Brondesbury	Kieran Murphy
Jane Andrewartha	Andrew Ratcliffe
Professor Michael Arthur	Professor Stuart Reid
Stella Beaumont	Malcolm Roberts
Abdul Bhanji	Professor Wendy Thomson
Philip Clark	Rosalyn Wilton (Deputy Chair)
Andrew Halper	
Professor Paul Layzell	

#### **APOLOGIES**

Professor Edward Byrne	Mark Storey
Sir Richard Dearlove (Chair)	

#### **IN ATTENDANCE**

Dr Ghazwa Alwani-Starr (Pro Vice-Chancellor (Strategy, Planning and Partnerships) and Director of Property and Facilities Management)  
Simon Cain (Director of Human Resources)  
Chris Cobb (Pro Vice-Chancellor (Operations) and Deputy Chief Executive)  
Lizzy Conder (Director of Finance (Investment and Risk Strategy))  
Damaris Currie (Central Secretariat)  
Professor Jo Fox (Acting Dean of the School of Advanced Study)  
Rosalind Frendo (Director of Compliance and Secretary to the Board)  
Karen Kröger (Director of Finance (Planning and Operational Strategy))  
John G Stewart (Director of Legal Services)

#### **Welcome**

4957 The Deputy Chair, Rosalyn Wilton, chaired the meeting in the absence of the Chair and welcomed members to the meeting, which was taking place by conference call, in line with the provisions of Statute 9.4, due to the University buildings being closed as a result of the ongoing COVID-19 outbreak.

#### **Minutes of Previous Meetings**

*Minutes of the Meeting Held on 25 March 2020*

4958 The Board confirmed the minutes of the meeting held on 25 March 2020.

*Minutes of the Extraordinary Meeting held on 6 April 2020*

4959 The Board confirmed the minutes of the extraordinary meeting held on 6 April 2020.

**Vice-Chancellor's Report**

- 4960 The Board noted the Vice-Chancellor's Report (BT1437, Confidential), including:
- (i) Conditions of Office for Students Registration and COVID-19 actions (Appendix BT1437A, Confidential)
  - (ii) Vice-Chancellor's Main Activities and Meetings since 25 March 2020 (Appendix BT1437C)

*Sector Response to COVID-19*

4961 The Board noted the update on the sector response to COVID-19, including a summary of Universities UK's planned actions in response to the Government's package of stability measures.

*Office for Students (OfS)*

4962 The Board noted the update in relation to the OfS, which had committed to reducing the regulatory burden wherever possible while the disruption caused by the coronavirus pandemic continued.

*University Title for Member Institutions (MIs)*

4963 The Vice-Chancellor updated the Board on the process for applications by 12 MIs for University Title and on recent communications from the OfS and the Department for Education. Given the continuing delay, and the fact that this was putting some MIs at a disadvantage, the Vice-Chancellor was consulting with them on how they wished to proceed.

*Progress on the University Strategy 2020-2025*

4964 The Board noted that work on the University's Strategy continued, and that this was being reviewed in the context of the impact of the COVID-19 pandemic. The timetable for completion of the Strategy had been adjusted accordingly, and the Strategy was now expected to be presented for approval in the 2020-21 academic year.

*Research England (RE) Review of the School of Advanced Study (SAS)*

4965 The Board noted the findings and recommendations of the RE Review Panel (Appendix BT1437B). RE's recommendations would inform the development of the next SAS Strategy and Operating Plan, both of which would also be aligned with the new University Strategy and Academic Vision. The Acting Dean of SAS highlighted related work already underway within SAS, including the establishment of the Research England Advisory Group, which would hold its first meeting on 12 June 2020.

*Human Resources Update - Job Retention Scheme*

- 4966 Members noted the update on the University's use of the Government's Job Retention Scheme, which allowed furloughing of a number of staff. The Director of Human Resources confirmed that employees would continue to receive their full salary while furloughed under the scheme.

**University Response to COVID-19**

- 4967 The Board noted a report on the University's response to managing the impacts of the COVID-19 outbreak (BT1438, Confidential).

**Finance Report**

- 4968 The Board considered the Finance Report (BT1439, Confidential), including the management accounts for the eight months to 31 March 2020 (Appendix BT1439A, Confidential). The following aspects of the report were discussed in more detail.

*Applications for Additional Financing*

*BTMM 4969-74 are considered exempt from disclosure in accordance with Part II of the Freedom of Information Act 2000.*

*OfS Reporting Requirement*

*Information at BTM 4975 is considered exempt from disclosure in accordance with Part II of the Freedom of Information Act 2000.*

- 4975 The Board noted OfS reporting requirements in relation to short term liquidity. Members considered the detailed cash flow planning that had been undertaken and the plans to support liquidity over coming months, noting that these included, *inter alia*: receipts from the sale of Clandon House and from the granting of several long leases approved at the previous meeting; and management of working capital. The Board was informed that contracts for the sale of Clandon House for [ ] had been exchanged earlier on 20 May 2020 (see also BTM 4980 below). Having taken these factors into account, together with the progress being made towards securing loan agreements with NatWest, the Board supported the view that the University was not required to report to the OfS at the current time.

*Budget 2020-21*

- 4976 The Board noted the work being undertaken to prepare a provisional budget for presentation to the Board at its next meeting, including ongoing cost-saving activity and planning being undertaken by departments. The provisional budget would be reviewed in the autumn term, when there would be more clarity about key income streams, including distance learning and student accommodation.

### *Stress Test*

- 4977 The Finance and Procurement Department was undertaking a stress test to identify options in the event of a significantly longer impact of the COVID-19 pandemic. Staff would work with the group of Trustees that was supporting the finance work, in advance of presenting information on this activity to the Board in July 2020.

*BTM 4978 is considered exempt from disclosure in accordance with Part II of the Freedom of Information Act 2000.*

### **Report from the Estates Committee**

- 4979 Philip Clark, the Chair of the Estates Committee, presented a report on business considered at the Committee's meeting on 7 May 2020 (BT1440, Confidential), including an update on recent lease agreements (Appendix BT1440B, Confidential). He reported that the Committee had considered the potential financial impact of COVID-19 on the University in detail from the perspective of the University Estate; the role of the Estate during this period; and how the Estate should best be configured to support the delivery of the future University Strategy. He commended the Department of Property and Facilities Management (FM) on all of its work during the present challenging conditions, highlighting, in particular, the achievement of securing the sale of Clandon House.

### *Clandon House*

*Information at BTM 4980 is considered exempt from disclosure in accordance with Part II of the Freedom of Information Act 2000.*

- 4980 The Pro Vice-Chancellor (Strategy, Planning and Partnerships) reported on progress further to the update on the proposed disposal of Clandon House (Appendix BT1440A, Confidential). Earlier on 20 May 2020, and as indicated earlier in the meeting, contracts had been exchanged with [ ] for the sale of the freehold of Clandon House [ ]. Completion of the sale was expected to take place by the end of July 2020. It was confirmed that a deposit [ ] from [ ] was being held by the University's external solicitors. Appropriate due diligence had been undertaken by the University in respect of the sale. The Board noted the challenges involved in securing the sale of the property at the present time.

*Information at BTM 4981 is considered exempt from disclosure in accordance with Part II of the Freedom of Information Act 2000.*

### *Lillian Penson Hall*

- 4981 The Board considered the update on the proposed redevelopment of Lillian Penson Hall, and the Estates Committee's recommendation that the Board should endorse the progression of discussions with [its preferred partner] on the redevelopment of the Hall. The Board agreed that, in view of the changed circumstances in which the University was now operating, officers should review and present all options for Lillian Penson Hall to the Estates

Committee for consideration in the first instance, with a view to a report on the various options being presented to the Board in due course.

*Information at BTM 4982 is considered exempt from disclosure in accordance with Part II of the Freedom of Information Act 2000.*

#### *Health Education England (HEE)*

- 4982 Subsequent to the Estates Committee meeting, the Chair of the Committee had agreed, on the Committee's behalf, to recommend to the Board the approval of the grant of a lease to the Secretary of State for Health and Social Care to enable HEE to continue to occupy space in Stewart House, but under a lease for two years, to 31 March 2022, [ ]. The Board was content with the proposal as detailed in the report.

#### *COVID-19 Planning*

- 4983 A member of the Board asked about the potential uses of University buildings while they remained empty during the period of lockdown, for example for key workers. The Pro Vice-Chancellor (Strategy, Planning and Partnerships) reported that a range of options would be kept under consideration and that the University was responding to any requests from the National Health Service (NHS) or other bodies and organisations as appropriate. It was noted that the University had provided staff of UCL Hospital with use of University car parks during the COVID-19 outbreak.
- 4984 The University was liaising closely with MIs as plans were made for the eventual re-opening of University buildings, and there had been helpful sharing of experience and good practice. On the advice of the Estates Committee, the University had approached local authorities to seek a relaxation on the restrictions for use of University buildings, with a view to providing flexibility and maximising options for how they might be utilised; responses to these requests were awaited. Detailed planning was underway to ensure that social distancing requirements could be met within all University buildings in line with Government advice. The University's plans would be informed by the valuable experience gained through its continued provision of accommodation to a significant number of students during the lockdown period.
- 4985 The Board was informed that the University was preparing to market the Halls of Residence for direct letting for students, should MIs not wish to make use of all the rooms. The University would emphasise to all potential residents the wide range of support that could be provided, for example, in terms of student wellbeing and support for international students who needed to undergo a period of quarantine on arrival in the UK, as well as the facilitation of access to materials and online lectures.

*Information at BTM 4986 is considered exempt from disclosure in accordance with Part II of the Freedom of Information Act 2000.*

#### 4986 **AGREED**

- (i) The Board confirmed its approval of the sale of Clandon House to [ ] for [ ]. Further details of the terms of the sale would be provided in due course.

- (ii) The Board asked for all options for Lillian Penson Hall to be presented to the Estates Committee for consideration (see BTM 4981 above), with a view to a report on their respective merits being presented to the Board in due course. The reports should include details of the Net Present Value of the potential option involving [preferred partner] and comparison with alternatives.
- (iii) The Board approved the grant of a lease to the Secretary of State for Health and Social Care to enable HEE to occupy space in Stewart House for two years terminating on 31 March 2022 on the terms detailed in the report.

## **Review of University Governance**

4987 The Board noted a report on the progress of the governance review (BT1441). Robin Geller, retired Chief Operating Officer of the University of Bristol, who was conducting the review under the direction of the Governance Review Steering Group, had completed a series of interviews with members of the Board, key members of the senior management team and those most closely engaged with the current governance structures. She was also undertaking an extensive desk review of documents relating to the current governance structures and processes as well as reviewing best practice models in the UK and elsewhere. An initial draft report would be presented to the Steering Group at its meeting on 27 May 2020.

## **CoSector Progress Report**

*Information at BTM 4988 is considered exempt from disclosure in accordance with Part II of the Freedom of Information Act 2000.*

- 4988 The Board considered the latest progress report on CoSector (BT1442, Confidential). The Board noted the financial update and the breakdown of the position in the different divisions of CoSector. [ ]
- 4989 CoSector had mobilised to respond to the increased demand for services in digital learning and for accelerating digital assessment and related services. The period of lockdown had seen increased reliance on the platforms and services that CoSector provided for online teaching. To meet these needs, the services of several of CoSector's larger Virtual Learning Environment customers had been successfully transferred to the cloud in advance of their previously planned moves.
- 4990 Members noted that similar demands and developments were likely to accelerate across the HE sector as providers needed to source solutions to enable remote and secure student assessment. CoSector was working to ensure it was well-placed to respond to this demand. The Pro Vice-Chancellor (Operations) reported that CoSector was at the forefront of developments and change in this area, and that he would be speaking on this matter at the *JISC and EmERGE Education Step Up Summit* on 21 May 2020.

### **Health and Safety Statement of Commitment**

4991 The Chair of the Safety Committee, Professor Stuart Reid, presented a proposed Health and Safety Statement of Commitment for the Board's consideration (BT1443 and Appendix BT1443A). At its meeting on 1 May 2020, the Safety Committee had recommended the proposed Statement to the Board for endorsement.

4992 **AGREED**

The Board endorsed the Health and Safety Statement of Commitment.

### **Business Transacted Since the Previous Meeting**

4993 The Board noted a report on matters arising since the previous meeting and actions taken under delegated authority not reported elsewhere on the agenda (BT1444).

### **Report from the Investments Committee**

4994 The Board noted a report on the issues considered by the Investments Committee at its meeting on 1 April 2020 (BT1445).

### **Acceptance of Donations and Bequests**

4995 The Board noted a report on philanthropic donations received by the University during the period 1 August 2019 to 31 January 2020 (BT1446 and Appendix BT1446A, both Confidential).

### **Minutes of the Collegiate Council Meeting on 14 February 2020**

4996 The Board noted the confirmed minutes of the Collegiate Council meeting held on 14 February 2020 (BT1447, Confidential).

### **Dates of Future Meetings**

4997 The Board noted the dates of future meetings as follows (all to commence at 4.00 pm):

#### **2019-20**

Wednesday, 15 July 2020

#### **2020-21** (these dates were subject to the outcomes of the governance review):

Wednesday, 14 October 2020

Wednesday, 25 November 2020

Wednesday, 27 January 2021

Wednesday, 24 March 2021

Wednesday, 19 May 2021

Wednesday, 14 July 2021

4998 It was further noted that, as indicated earlier in the meeting (BTM 4974 refers), an extraordinary meeting of the Board would be convened if necessary.

- 4999 At the conclusion of the meeting, the Vice-Chancellor expressed her gratitude to members of the Board for the additional advice and support that they had been providing to the University during the challenging period of the coronavirus pandemic. The University greatly appreciated being able to benefit from members' expertise and experience at this time.