



**UNIVERSITY  
OF LONDON**

## **BOARD OF TRUSTEES**

Wednesday, 29 March 2017, at 4.00 pm  
Room ELG08, Drysdale Building, City, University of London

### **MINUTES**

<b>PRESENT</b>	Sir Richard Dearlove (Chair) Ms Jane Andrewartha Mr Abdul Bhanji Professor Edward Byrne Mr Andrew Halper Professor David Latchman	Mr Kieran Murphy Mr Malcolm Roberts Professor Sir Adrian Smith (from BTM 3697) Mr Mark Storey Mrs Rosalyn Wilton
<b>APOLOGIES</b>	Ms Stella Beaumont Ms Emma Burns Mr Philip Clark	Professor Simon Gaskell Professor Paul Layzell Professor Stuart Reid
<b>IN ATTENDANCE</b>	Mr Bill Abraham (Director of Development) (BTMM 3735-50) Dr Ghazwa Alwani-Starr (Director of Property and Facilities Management) (from BTM 3697) Mr Chris Cobb (Pro Vice-Chancellor (Operations) and Chief Operating Officer) (from BTM 3697) Professor Sir Paul Curran (President of City, University of London) (BTMM 3745-50) Ms Damaris Currie (Central Secretariat) (from BTM 3697) Mr Kim Frost (University Secretary and Director of Human Resources) Mr Bob Gilworth (Director of The Careers Group) (BTMM 3738-43) Mr Andrew Murphy (Chief Financial Officer) (from BTMM 3697) Mr Karl Newton (Head of Development Operations) (BTMM 3735-50) Mr John G Stewart (Director of Legal Services) (from BTMM 3697) Dr Mary Stiasny (Pro Vice-Chancellor (International) and Chief Executive of the International Programmes) (from BTMM 3697)	

#### **Joint Appointments Committee**

- 3691 The Board varied the order of the agenda to take this as the first item. The Vice-Chancellor and other University officers, with the exception of the University Secretary, were not present for the discussion.
- 3692 The Board considered a report from the Joint Appointments Committee (BT1094, Confidential), which had been established in accordance with the provisions of Ordinance 13 *The Vice-Chancellor*.

3693 The Board noted that, in 2012, Professor Sir Adrian Smith had been appointed as Vice-Chancellor for a five-year term which would end on 31 August 2017. Ordinance 13 (the relevant extract of which was provided at Appendix BT1094A) included a provision for the Joint Appointments Committee to recommend to the Board, without considering other candidates, the reappointment of the Vice-Chancellor for a defined period, should the incumbent indicate their willingness to continue to serve in the role. The Vice-Chancellor had indicated that he would be willing to accept an extension of his appointment for one year in the first instance with the possibility of a further extension at the end of that time by mutual agreement.

3694 The report from the Joint Appointments Committee recommended that Professor Sir Adrian Smith be reappointed as Vice-Chancellor for a further 12 month period. Trustees strongly welcomed the proposal and commended his work in the role. Noting Sir Adrian's preference for an initial extension of one year in the first instance, the Board expressed its hope that a further extension could be agreed when the December 2017 deadline approached and requested that the Chair pursue this with the Vice-Chancellor at the appropriate time.

*BTM 3695 is considered exempt from disclosure in accordance with Part II of the Freedom of Information Act 2000.*

3696 **AGREED**

- (i) To extend Sir Adrian's contract for 12 months in the first instance to 31 August 2018, with the possibility of a further extension by mutual agreement.
- (ii) To seek a decision by December 2017 for either a further extension from 1 September 2018 or to launch a recruitment campaign to succeed Sir Adrian at that date.

*BTMM 3696(iii) and (iv) are considered exempt from disclosure in accordance with Part II of the Freedom of Information Act 2000.*

**Welcome**

3697 The Vice-Chancellor and other officers joined the meeting. The Chair welcomed all present and expressed his gratitude to City, University of London for hosting the meeting.

**Minutes of the Meeting Held on 25 January 2017**

3698 The Board confirmed the minutes of the meeting held on 25 January 2017.

**Matters Arising**

3699 The Board noted the updates within the Matters Arising report (Document BT1092) on the submission to the Higher Education Funding Council for England (HEFCE) of the Annual Report on the Prevent Duty and the University's first Annual Provider Review for Academic Quality Assurance.

*Private Bill and Amendment of the University Statutes*

3700 Members noted progress with regard to the “University of London” private bill and on proposed amendments to the University Statutes to align with the new Act when it became law. The Board noted the recent suggestion by the Privy Council that the University take the opportunity to update its statutory provisions with regard to the Visitor. Under the proposed new provision, the Visitor would be appointed by the Privy Council, on the nomination of the Board, from those who presently hold, or in the past had held, high judicial office. A proposed additional amendment to the Statutes to effect the change was detailed within the report.

3701 **AGREED**

The Board approved, in principle, the proposed additional change to the Statutes, as set out within Document BT1093.

**Vice-Chancellor’s Report**

3702 The Vice-Chancellor presented his report (BT1093, Confidential) which included a list of his activities since the previous meeting (Appendix BT1093A). A number of matters were highlighted, as detailed below.

*Board of Trustees Away Day*

3703 The Board was updated on the forthcoming Away Day on 24 May 2017. Confirmation was awaited as to whether the Secretary of State for Exiting the European Union would be able to attend part of the day to provide an update on government policy in this area. Additionally, the Director of the Higher Education Policy Institute (HEPI) had agreed to lead a session for the Board to consider the landscape for the sector over the next decade. Additional ideas from members for the content of the Away Day would be welcome.

*Establishment of the University of London-Singapore Institute of Management (SIM)*

3704 The Vice-Chancellor would formally open the University of London-SIM Regional Centre in Singapore on 5 April 2017, with the SIM Chief Executive Officer, Dr K C Lee, during a series of events which would include the International Programmes-SIM graduation ceremonies.

*International Programmes Graduation Ceremony*

3705 The International Programmes London Graduation Ceremony had taken place at the Barbican on 7 March 2017 with graduates attending from over 90 countries around the world. The University had been privileged to welcome the Mayor of London, Mr Sadiq Khan, as its Honoured Guest at the morning ceremony, where he had delivered an address to graduates. As agreed by the Board at its November 2016 meeting, the occasion had seen the award of an Honorary Fellowship to Mr John McConnell, the former Chief Operating Officer of what was then known as the External System, and was now the University of London International Academy. The Chancellor, HRH the Princess Royal, had presided at the afternoon ceremony, which had included

the award of an Honorary Degree of Doctor of Literature *honoris causa* to the actor, writer and director Mr Adewale Akinnuoye-Agbaje.

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

3706 The Board received a summary of the issues discussed by the Estates Committee at its meeting on 13 February 2017 (BT1095, Confidential).

#### *Accommodation Proposals*

3707 The Committee had considered a number of potential student accommodation projects. Indications were that, to make it financially viable for the University to proceed, each of the projects would require student rents at a higher level than those for the Duncan House development. The various proposals were not, therefore, immediately promising, although none had been discounted at the present time.

#### *Proposed Accommodation Working Group (AWG)*

3708 The Pro Vice-Chancellor (Operations) reported on a proposal to establish an AWG, to be chaired by the Deputy Vice-Chancellor, which would gather and consider data on Member Institutions' accommodation provision, future demand and their interest in pursuing a joint approach with the University to develop student accommodation.

3709 The Board supported the proposal and, to facilitate the establishment of the AWG, delegated authority to the Chair of the Board and the Chair of the Estates Committee to approve its terms of reference; the Chair of the AWG would also be consulted.

3710 The Pro Vice-Chancellor (Operations) reported that, in considering future plans for its Estate, the University was keen to ensure that it achieved the correct balance in relation to different types of property, as well as funding sources and arrangements, rent levels, and Member Institution and stakeholder interests, that would be best to enable it to fulfil the delivery of its charitable objects.

#### *Duncan House, Stratford*

3711 The redevelopment of Duncan House was now being taken forward by University Partnerships Programme (UPP) and the University was ensuring that mechanisms were in place to enable the University to monitor the progress of the project.

#### *Proposed Connaught Hall Project*

3712 The Board noted the intention for enabling works to be progressed during summer 2017 in relation to the Connaught Hall project. It was anticipated that a business case for phase 2 works would shortly be considered by the Planning and Resources Group (PRG). Subject to the views of the PRG, the business case would then be presented to the Estates Committee and to the Board for final approval.

### *Garden Halls*

- 3713 The Board noted the update on the Garden Halls, including the successful Formal Opening of the Halls by the Chancellor, HRH The Princess Royal, on 25 January 2017.
- 3714 Work to address outstanding matters continued and the Pro Vice-Chancellor (Operations) highlighted details of a settlement which the UPP Special Purpose Vehicle (SPV) had reached with the building contractor, Brookfield Multiplex.
- 3715 The Board was informed that a significant proportion of students currently residing at the Garden Halls had indicated a desire to remain in the Halls the coming year (2017-18), which provided a good indicator of students' satisfaction with the new accommodation.

### *Bedford Estates*

*BTMM 3716-18 are considered exempt from disclosure in accordance with Part II of the Freedom of Information Act 2000.*

### *Programme Beveridge*

- 3719 The Board was notified of delays in obtaining planning permission for some aspects of the lower ground floor development; work to ascertain any impact on the logistics of the forthcoming staff moves to the lower ground floor was being undertaken.

### *Property and Facilities Management Department*

- 3720 The Board was advised that consideration was being given to the structure of the Property and Facilities Management Department, further to several recent staff retirements and departures.
- 3721 **AGREED**  
The Board delegated authority to the Chair of the Board and the Chair of the Estates Committee to approve the terms of reference for the AWG. The Chair of the AWG would also be consulted on the terms of reference.

### **Strategic Risk Register**

- 3722 The Board received the updated Strategic Risk Register and an accompanying report (BT1096 and Appendix BT1096A, Confidential) and noted the changes since the previous iteration. It was noted that reference was made, in the Strategic Risk Register, to work by the Senate House Library (SHL) Financial Sustainability Working Group, which had recently been disbanded. Clarification was sought on how the activity of the Working Group was being taken forward. The Pro Vice-Chancellor (Operations) reported that the suggestions that had arisen from the Working Group's deliberations were being developed into a business case for change. Members commented on the need to ensure alignment of the business case

with plans across the federation, and the Pro Vice-Chancellor (Operations) reported that detailed discussions with Member Institutions' librarians had taken place to this effect. It was anticipated that the business case would be considered by the Vice-Chancellor's Executive Group (VCEG) in the summer term 2017, prior to its submission to the Collegiate Council and the Board of Trustees in the autumn term.

- 3723 In the meantime, a proposal would be made to the next meeting of the Collegiate Council in respect of the library subscription for the 2017-18 year. The Pro Vice-Chancellor (Operations) explained that this would suggest that an appropriate level of inflation be applied to the subscription, based on the average of the inflation factors being applied to library budgets across the federation.

#### *General Data Protection Regulation (GDPR)*

- 3724 On a separate matter, a member of the Board highlighted notifications that he had received, in another capacity, in relation to the implications of the GDPR, which would take effect in the UK in May 2018. He suggested that it would be helpful for the Board to receive an update at a future meeting on the GDPR and work required to ensure compliance.

3725 **AGREED**

- (i) The Board was content to approve the Strategic Risk Register, subject to its amendment to reflect the recent disbanding of the SHL Financial Sustainability Working Group.
- (ii) That the Board would receive, at a future meeting, an update on the GDPR and associated work being undertaken by the University.

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

- 3726 The Board received a report on matters discussed by the Investments Committee at its meeting on 8 March 2017 (BT1097 and Appendices BT1097A to BT1097H, all confidential).
- 3727 The Chair of the Investments Committee, Mr Malcolm Roberts, reported that the Committee had considered a report by Mercer, the University's Investments Consultant, on the overall investment review, valuation, performance and risk analysis of the Unified Trust Fund (UTF) as at 31 January 2017. Over the past three years under the current investment strategy, the performance of the UTF gross of fees, at 11.0% per annum, had been slightly below the composite benchmark return of 11.2 % per annum, but significantly above the target return of 5.7% per annum set out in the University's Statement of Investment Policy.
- 3728 It was reported that, with regard to the three parts of the UTF portfolio, Mayfair Capital Investment Management Limited had delivered the largest increase in assets managed in percentage terms (gross of fees) over the quarter, whilst Ruffer LLP's Charity Assets Trust Fund had delivered the best performance against its benchmark (gross of fees). It was noted that Ruffer was the only

provider of alternative asset strategies able to meet the University's requirements for an ex-tobacco mandate.

- 3729 The Committee's work on the triennial review of the University's Investment Strategy had continued. It had agreed previously, as a first step, to consider the management of equity investments, which amounted to *circa* 70% of the value of the UTF. The Committee would consider Active Equity Managers initially, and the resulting decisions would then inform any subsequent consideration of the use of Passive Equity Managers.

*BTMM 3730-34 are considered exempt from disclosure in accordance with Part II of the Freedom of Information Act 2000.*

- 3735 The Board noted that the Investments Committee would consider recommendations from Mercer for the management of the real return and property parts of the UTF portfolio later in 2017.

- 3736 Having noted recent campaigns in relation to ethical investments at a number of Member Institutions, members were reminded that a survey of investment policies across the federation had been undertaken and discussed by the Collegiate Council in 2014. It was suggested that it would be apposite for the University to undertake a further survey, as part of the review of its investment policy, in the context of ethical investment, and for the Collegiate Council's views to be sought. The Vice-Chancellor suggested that an annual survey of the investment policies across the federation might be useful.

#### *Treasury Management Policy*

- 3737 The Board considered and approved a recommendation from the Investments Committee to amend the Treasury Management Policy to enable the use of money market funds (MMFs).

*BTM 3738(i) is considered exempt from disclosure in accordance with Part II of the Freedom of Information Act 2000.*

3738 **AGREED**

- (ii) The Board approved the proposed amendments to the Treasury Management Policy to enable the use of MMFs.
- (iii) The Board agreed that a survey of investment policies across the federation should be undertaken, in the context of ethical investment, as part of the review of the University's investment policy, and the Collegiate Council's views sought. Consideration would be given to undertaking a survey of this kind on an annual basis.

#### **The Careers Group Strategy 2017-2020**

- 3739 The Director of The Careers Group presented The Careers Group Strategy 2017-2020 (BT1098 and Appendix BT1098A), explaining that, in 2015-16, following a period of change, the purpose of The Careers Group had been clearly established as supporting the "Learning and Teaching" and "Student Experience" endeavours of the Member Institutions and the University's

Central Academic Bodies. He reported that The Careers Group provided embedded higher education careers services, collaborating with the Member Institutions for mutual benefit. There was also a small central support team, which assisted in the delivery of collaborative services and grant-funded products on behalf of member services and The Careers Group as a whole.

- 3740 The benefits of membership of The Careers Group were highlighted, not least its influence as the largest university careers service in the UK and, possibly, internationally, and the benefits derived from The Careers Group's accreditation against the Matrix standard.
- 3741 The structure of The Careers Group also afforded opportunities for the sharing of best practice, with smaller institutions, in particular, confirming the benefit they received in this respect. The Careers Group regularly sought feedback from Member Institutions and received positive responses in relation to its work and the arrangements in place.
- 3742 The Board was informed that The Careers Group was leading a three-year funded research project on careers registration as part of HEFCE's Learning Gain initiative, in which many of the Member Institutions were participating. The project investigated students' career readiness through data collected from students at registration, and enabled institutions to gather valuable information at an early stage of the student lifecycle.
- 3743 Members welcomed the Strategy and commended the work being undertaken by The Careers Group, suggesting it served as an outstanding example of a successful shared service.
- 3744 **AGREED**  
That the Board approved The Careers Group Strategy 2017-2020.

### **Corporate Social Responsibility (CSR) Statement**

- 3745 The University Secretary presented a proposed CSR Statement for the Board's consideration (BT1099 and Appendix BT1099A). Following the recent review of the CSR Policy, which had been approved by the Board in March 2014, a new CSR Statement was being proposed. Members considered, and were content with, the Statement; the only suggested change was to enhance reference to the University Estate to reflect the University's aspirations in this area.
- 3746 **AGREED**
- (i) To approve the CSR Statement, subject to consideration being given to amending reference to the Estate to reflect the University's aspirations in this area.
  - (ii) To delegate authority to the University Secretary to: (i) approve amendments to the CSR Statement to maintain consistency with other documents; and (ii) approve other minor changes reflecting new developments in University practice.



## **Presentation by the President of City, University of London**

3747 At this point in the meeting, the Board received a presentation on City, University of London by its President, Professor Sir Paul Curran, including a short film on the history of the institution.

## **Ethical Acceptance of Donations Policy**

3748 The Director of Development presented a draft Ethical Acceptance of Donations Policy (BT1100), which aimed to protect the University from the legal, financial and reputational risks of accepting donations and to ensure that donations received by the University furthered its reputation and philanthropic health. The policy would form part of an overall 'Code of Fundraising Practice' for the University. The Board welcomed the policy, noting the intention that it be reviewed in the 2017-18 academic year.

3749 It was suggested that consideration should be given to how the University would address the receipt of an anonymous cash donation. Further thought would be given to this matter; it was noted that processes for dealing with this situation would need to be transparent and that the Policy clearly stated that the University would only accept a donation if the identity of the funder was known. Additionally, in accordance with HEFCE guidelines, donations over £25,000 from unknown donors, or where the source of funds could not be verified, had to be reported as a serious incident.

3750 The review, consultation and approval process for the Ethical Acceptance of Donations Policy had necessitated some changes to the Donation Acceptance Policy and the Naming Policy to ensure consistency. The proposed amendments had been outlined for the Board's consideration (Appendix BT1100A). Members were content with the proposed revisions.

3751 **AGREED**

The Board approved:

- (i) the Ethical Acceptance of Donations Policy; and
- (ii) the proposed amendments to the Donation Acceptance Policy and the Naming Policy (as set out within Appendix BT1100A).

## **Finance Report**

3752 The Board considered a report (BT1101, Confidential) covering:

- (i) The management accounts for the six months to 31 January 2017, with details of the Quarter 2 forecast (Appendix BT1101A, Confidential).
- (ii) The 2015-16 Transparent Approach to Costing (TRAC) Return and information on its preparation and outcomes (Appendix BT1101B, Confidential).
- (iii) The Transparent Approach to Costing for Teaching (TRAC(T)) Return (Appendix BT1101C, Confidential).

- (iv) An explanation of TRAC (Appendix BT1101D).

3753 **AGREED**

- (i) The Board approved the 2015-16 TRAC Return, following the initial submission to HEFCE on 31 January 2017 made with delegated authority by the Vice-Chancellor.
- (ii) The Board authorised the Vice-Chancellor to provide institutional sign-off for the TRAC(T) Return.

**Proposed Amendments to the Ordinances**

3754 The Board considered a report (BT1102) setting out a number of proposed amendments to the Ordinances; tracked versions of the relevant Ordinances showing the amendments had been appended as follows:

- (i) Ordinance 1 (Appendix BT1102A)
- (ii) Ordinance 2 (Appendix BT1102B)
- (iii) Ordinance 3 (Appendix BT1102C)
- (iv) Ordinance 5 (Appendix BT1102D)
- (v) Ordinance 6 (Appendix BT1102E)
- (vi) Ordinance 7 (Appendix BT1102F)
- (vii) Ordinance 12 (Appendix BT1102G)
- (viii) Ordinance 13 (Appendix BT1102H)
- (ix) Ordinance 15 (Appendix BT1102I)
- (x) Ordinance 16 (Appendix BT1102J)
- (xi) Ordinance 18 (Appendix BT1102K)
- (xii) Ordinance 25 (Appendix BT1102L)

3755 Additionally, a minor technical amendment to Ordinance 11 was proposed and detailed within the report. The University Secretary reported also on a further amendment to Ordinance 3, to update the quorum at paragraph 12 to seven members to be consistent with the quorum specified in the Statutes.

3756 **AGREED**

The Board approved the proposed amendments to the Ordinances.

### **Intercollegiate Accommodation Fees**

3757 The intercollegiate accommodation fees for 2017-18 had been approved by the Vice-Chancellor, following detailed scrutiny by VCEG, in accordance with the procedure agreed previously by the Board. The Board received and noted a report on the determination of the fees (BT1103).

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

3758 Members noted a report on gifts, donations and bequests made to University Departments and activities in the first half of the 2016-17 financial year (BT1104, Confidential).

### **Unconfirmed Minutes of the Collegiate Council Meeting on 9 December 2016**

3759 The Board noted the Unconfirmed Minutes of the Collegiate Council Meeting on 9 December 2016 (BT1105, Confidential).

### **Action Taken Under Delegated Authority**

3760 The Board noted a report on action taken under delegated authority since its previous meeting (BT1106).

### **Dates of Future Meetings**

3761 Members noted the dates of future meetings of the Board as follows (all meetings would commence at 4.00 pm, unless otherwise indicated):

#### **2016-17**

Wednesday, 24 May 2017 (to be held at The Courtauld Institute of Art as part of the Board's Away Day)

Wednesday, 19 July 2017

#### **2017-18**

Wednesday, 18 October 2017

Monday, 27 November 2017

Wednesday, 31 January 2018

Wednesday, 21 March 2018

Wednesday, 23 May 2018

Wednesday, 18 July 2018

#### **2018-19**

Wednesday, 17 October 2018

Wednesday, 28 November 2018

Wednesday, 30 January 2019

Wednesday, 27 March 2019

Wednesday, 22 May 2019

Wednesday, 17 July 2019

**2019-20**

Wednesday, 16 October 2019

Wednesday, 27 November 2019

Wednesday, 29 January 2020

Wednesday, 25 March 2020

Wednesday, 20 May 2020

Wednesday, 15 July 2020