

## **BOARD OF GOVERNORS**

**Meeting held on Thursday 5 March 2020**  
**8 Fenchurch Place, London EC3M 4PB**

### **MINUTES**

- Present:** Professor Steven Haberman (*Chairman*)  
Professor John Annette (*Member, Academic Board*)  
Sabrina Del Prete  
Shelley Doorey-Williams (*Member, R & N Committee*)  
Alex Fraser (*Chief Executive*)  
Ali Miraj  
Sakhila Mirza (*Member, R & N Committee*)  
Philip O'Shea  
Annabel Todd (*Alumni Representative*)  
Arjan Van Den Berkmortel  
Professor Damian Ward (*Member, R & N Committee*)
- Apologies:** Harry Crossley  
Elona Gega  
Paul Gordon
- In attendance:** Philip Cook (*Company Secretary*)  
Ian Parrett (*Chief Operating Officer*)  
Professor Maria Carapeto (*Dean*)  
Jo Collins (*Director, Professional services*)  
Mark Heaton (*Director, Corporate and Professional Learning*)  
Linden Muirhead (*Director, Learning Provision*)  
Chris Ray (*Director, Innovation & Transformation*)  
Hema Tank (*Associate Dean, Degree Programmes*)  
Alastair Tyler (*International Director*)  
Suellen White (*Associate Dean, Quality, Policy & Regulation*)  
Catherine Winter (*Managing Director, Financial Capability and Community Outreach*)  
Mr Kareem Refaay (*Regional Director Gulf & MENA*)

#### **1. Welcome and Apologies**

Apologies for absence had been received from Mr Crossley, Ms Gega, Mr Gordon and Mr Kennedy.

#### **2. Declarations of interest**

There were no declarations of interest.

#### **3. Minutes**

The minutes of the Board of Governors meeting held on 28 November 2019 (paper BG20/01/03a) and the proposed redacted Minutes of the meetings held on 26 September and 28 November 2019 (papers BG20/01/03b and c) were approved. It was agreed that the current level of detail in the Board Minutes was useful to Board members.

#### **4. Matters arising**

It was noted that the Student Report had been sent to the Academic Board. There were no other matters arising.

#### **5. Chief Executive's Report**

The Board considered the Chief Executive's Report (paper BG20/01/05).

***Redacted – confidential***

## **6. Abu Dhabi Office**

Mr Refaay gave an update on the MENA strategy and performance (paper BG20/01/06).

***Redacted – confidential***

## **7. Office for Students**

Ms White gave an update including the OfS Monitoring Log highlights (paper BG20/01/07a), the OfS Monitoring Log (paper BG20/01/07b).

***Redacted – confidential***

## **8. Review of Higher Education**

The Board noted the action plan in relation to the recommendations of the HE Review

## **9. Website**

Ms Collins and Mr Ray gave a presentation in relation to the Website.

***Redacted – confidential***

## **10. Strategic Risk Register**

Mr Parrett presented the Strategic Risk Register (BG20/01/10) and the Board noted that there were no significant changes.

## **11. Board Sub-Committees**

The Board received the following minutes with proposed redactions highlighted:

- i The Remuneration & Nominations Committee held on 28 November 2019 (paper BG20/01/11a)
- ii The Audit Committee meeting held on 6 November 2019 (BG20/01/11b); and
- iii the Academic Board Meeting held on 27 November 2019 (paper BG20/01/11c).

and the Board approved the proposed redactions.

## **12. Other Business**

- (a) It was noted that the By-Laws did not currently reflect the responsibilities of the Academic Board in relation to all academic titles, including 'Emeritus Professor' and the Board of Governors considered a paper in relation to the proposed changes to the By-Laws to reflect this, and in accordance with Articles 14 and 15 of the Charter it was resolved that, subject to such modifications as the Privy Council may request, the By-Laws be amended as shown in the attached documents, signed for the purposes of identification by the Chairman or Secretary, a copy of which would be submitted to the Privy Council Office with a copy of this resolution; and
- (b) The Board noted the amendments to their Statement of Primary Responsibilities.

## **13. Chairman's Business**

The Chairman raised some items of business without management present.

## **14. Date of next meeting**

Thursday 11 June 2020, 1100-1300.