

the
GOVERNING BODY

**MINUTES of the Governing Body held on Tuesday, 21 November 2023
in Room 039, Queen Anne Court, Greenwich campus, Park Row, Greenwich SE10 9LS
and via Microsoft Teams, commencing at 17:00**

Present:

Ms B Hill CBE (Chair)	Mr R Patel
Ms P Coles	Mr S Saluja (via Teams)
Professor J Harrington (Vice-Chancellor & CEO)	Ms J Seehra-Pearce
Ms T King	Dr S Sweeney
Mr C McWilliam	Ms E Sideris
Mr M Orr	

In attendance:

Mrs T Brighton (Governance Support Manager)(minutes)
Ms K Dawson (CEO: Greenwich Students' Union)(item 23/19)
Mr C Foster (Executive Director, Estates & Facilities (via Teams)) (items 23/21)
Mr P Garrod (University Secretary)
Dr S Lewis (Executive Director of Strategic Planning (item 23/23))
Mr P Taylor (Chief Operating Officer)
Mr L Tokhirov (GSU Sabbatical Officer)
Ms L Watson (Chief Financial Officer)

Apologies for Absence:

Mr A Baral
Professor B Boag
Mr R Hicks
Mr A Sharma
Professor J Roscoe (Deputy Vice-Chancellor & Provost)
Professor A Westby (Deputy Vice-Chancellor (Research & Knowledge Exchange))

GB 23/15 WELCOME, APOLOGIES, ANNOUNCEMENTS

The Chair welcomed Laziz Tokhirov, Greenwich Students' Union Sabbatical Officer, who was attending the meeting in place of Anuj Baral, Student Governor.

GB 23/16 DECLARATIONS OF CONFLICT OF INTERESTS

There were no declarations of conflict of interests.

GB 23/17 MINUTES OF PREVIOUS MEETING AND ACTION LIST (GB 23/21)

The minutes of the meeting held on 11 October 2023 were approved. The actions list was received.

GB 23/18 VICE-CHANCELLOR'S REPORT (GB 23/P22)

The Governing Body received a report from the Vice-Chancellor on recent developments:

- In response to events in Israel and Gaza, the Vice-Chancellor had met with the University's Antisemitism Working Group and had instigated a range of steps to support staff and students affected by the conflict. The Vice-Chancellor emphasised that the University was apolitical and was managing a variety of perspectives by promoting the message that the University was a community where people respected each other and worked together. A 'Peace of Cake' event open to all students, staff and a local community group as a safe space for people of all faiths to reflect on world events had been held in November and a further event was being arranged in December. The Governing Body appreciated that this was a sensitive issue, noted the actions being taken and asked to be kept updated on developments.
- Focussed actions to ensure improvements to league table results were underway. There was sector concern about the data that would be used in next year's league table results amidst challenges around the future quality of sector level data. Should the league tables be compiled using data from the previous year, any improvement in Greenwich's ranking would not materialise until 2025.
- The sector was experiencing a fall in demand from international students due to a variety of geopolitical and economic factors. [REDACTED]
- Professor Jane Roscoe, Deputy Vice-Chancellor and Provost, was leaving the University on 9 February 2024 to take up the role of Vice-Chancellor at the University for the Creative Arts. Recruitment for her replacement would begin shortly with the aim of having someone in post after Easter. The Governing Body expressed its appreciation of Professor Roscoe's work at the University and wished her well for the future.

The Governing Body noted that the recent King's Speech at the State Opening of Parliament had included reference to poor quality degrees and increasing the availability of high-quality apprenticeships. The Vice-Chancellor explained the OfS process for investigating concerns relating to Registration Condition B3. The Governing Body reaffirmed its support for the current strategic direction and the ongoing work to improve metrics relevant to league table performance. Governors were pleased to note the University's recent ranking of 15th in the 2023 English Social Mobility Index published by the Higher Education Policy Institute.

GB 23/19 STUDENT GOVERNOR'S REPORT (GB 23/P23)

Kate Dawson, Chief Executive Officer, Greenwich Students' Union, attended for this item.

Laziz Tokhirov, GSU Officer, presented the Student Governor's report summarising the GSU's recent work in relation to Officer campaigns, the Welcome programme for new students, the academic representation elections and the Wellbeing and Retention Calling Project:

- Officers had made good progress with their individual campaigns aimed at increasing officer presence across campuses, reducing student loneliness, improving faith spaces and enabling BAME students to share experiences in a safe space.
- Over 6,335 students had attended GSU Welcome events. The focus had been on providing positive first impressions and had resulted in a wider engagement in membership of sports and societies of about 700 students.

- Over 511 students had been elected as academic representatives and undertaken in-person training. These representatives met regularly with the GSU and Faculty management to provide feedback on programmes.

The Governors noted that the Retention Calling Project had resumed in early October with an initial focus on first year students, international students and those returning from interrupting their studies. In responding to questioning about current trends and issues, the CEO reported that the cost of living and loneliness were common challenges to which the GSU offered active responses. The Governing Body looked forward to a fuller evaluation of the Project in due course.

GB 23/20

REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2023 FOR THE UNIVERSITY OF GREENWICH AND SUBSIDIARY COMPANIES (GB 23/P24)

The Chief Financial Officer (CFO) presented the University's draft report and financial statements for the year ended 31 July 2023. An operating surplus of £11m had been achieved, representing a 3.6% margin rate. This was a pleasing performance given the overall backdrop of high inflation and a challenging cost environment. The performance had been underpinned by strong international recruitment. There had been corresponding increases in staff and operating expenditure as well as a one-off £5m reduction in the pension service charge. Once the pension service charge was removed, the surplus reduced by £8m year on year. The balance sheet had strengthened, primarily due to the improved pension provision and continuing investments in the Estate.

The CFO presented a report on Going Concern which had been prepared to assist the Governing Body in agreeing the preparation of the accounts on a going concern basis. The report set out the scenario testing which had been undertaken to assess the University's ability to withstand income and cost impacts, using three different scenarios including a failure scenario. The analysis had considered the potential consequences of a breach of the Bond Covenant. The modelling had concluded that, even in the most extreme scenarios, the University would remain financially viable over the time horizon to November 2024. The scenario testing had satisfied the External Auditors and had been considered by the Finance Committee and the Audit and Risk Committee (ARC).

The Chair of the Finance Committee reported that the Committee had examined the draft report and financial statements in detail and had commended the University on the results given the difficult economic conditions experienced in the past year.

The CFO reported that the ARC had considered the External Auditors' ISA 260 report and discussed the key reporting matters. These had included the appropriateness of the accounting treatment of the LPFA pension deficit moving to a surplus position and of Devonport House and its first use for higher education purposes. The University's bad debt provision had also been flagged but PwC had determined that the provision was proportionate to past experience. There had also been discussion about PwC's testing of the new Oracle finance system. The Committee had noted that the University would be working with its suppliers and Oracle to address the issues noted. The matter was reflected in the Letter of Representation.

The Governing Body agreed that the financial results were commendable in this challenging environment and placed the University in a strong position for the coming year. The work on cost efficiencies was very important to ensure financial sustainability for the future.

The Governing Body thanked the CFO and her team for their work and for the excellent report. The CFO acknowledged the contribution of the Marketing team and thanked the Chair and Members of ARC for their helpful comments. The Governing Body noted the improvements for next year's report, including a review/updating of some areas and a crisper narrative. The need to optimise the impact from the report was discussed and the Vice-Chancellor agreed to consider how best to use it to reach different audiences, possibly through the Partnership Hub.

The CFO reported that the External Auditors would be issuing a 'clean' audit opinion. Work was still ongoing to close out their files and complete their internal sign-off prior to finalisation of the financial statements. Any changes after consideration by the Governing Body would be approved by Chair's Action.

The Governing Body:

- (i) **Received:**
 - (a) A presentation from the CFO on the 2022/23 financial statements
 - (b) The Report on Going Concern by the CFO
 - (c) The External Auditor's ISA 260 Report. including the management response and the draft Letter of Representation;
- (ii) **Approved:**
 - (a) The preparation of the financial statements for 2022/23 on a going concern basis;
 - (b) The draft report and consolidated financial statements for 2022/23 for the University of Greenwich for signature by the Chair of the Governing Body and Vice-Chancellor prior to submission to the Office for Students, with any final amendments to be approved by Chair's action; and
- (iii) **Authorised** the Chair of the Governing Body and the Vice-Chancellor to sign the Letter of Representation.

GB 23/21 DEVONPORT HOUSE PROJECT: UPDATE (GB 23/P25)

Chris Forster, Executive Director of Estates & Facilities, attended for this item.

The Governing Body received a progress update on Devonport House. The project was now at the concept design stage and architects, Stride Treglown, working with Purcell, Enborne and Turley had been appointed. Work to agree the potential size and mass of the development that might gain planning consent was in train and pre-application discussions with the Royal Borough of Greenwich planners had started. This process was planned to complete in January 2024 when outline plans/designs would be shared with members of the Major Capital Projects Group. The full business case for the project would be developed once agreement on the size of the development had been reached. The business case was scheduled for presentation to the Governing Body in March 2024.

The next steps included consultation with the local community and establishing a procurement plan and commercial plan for the main contractor. Governors asked about project risks and were advised that the current inflationary environment put pressure on the project costs and budget. Further risks related to delays in planning approval which would impact on the project timeline and create cost creep, space shortages and operational difficulties which would compromise students' teaching and learning experience. Other risks were discussed including issues related to the world heritage context and archaeological works.

The Governing Body noted that the project's progress was monitored by the Major Capital Projects Group and the Finance Committee, but agreed, for monitoring

purposes, that it would be sensible for Governors to receive a regular update as part of the Information Pack at each meeting.

GB 23/22 Q1 FINANCIAL OUTLOOK UPDATE (GB 23/P26)



GB 23/23 STRATEGIC KPIS (GB 23/P27)

The Executive Director of Strategic Planning presented an update on the financial strategic KPI #9 (Financial Sustainability Operating Cash as % of Income). Performance for 2022/23 financial year remained strong, at 12.8%, exceeding the minimum threshold target of 8%. A review of the target had concluded that it remained appropriate for monitoring future performance.

A replacement KPI for Student Satisfaction was needed, following the OfS' removal of the question on 'Overall Satisfaction' in the NSS. Management had chosen to retain the question as an optional question Greenwich students, but the ability to benchmark performance against the sector had been lost.

The recommended approach was to use an average of the questions relating to, "Teaching on my Course" and "Assessment and Feedback". This metric is used by The Guardian League Table and will align with the University's strategic ambition to be ranked in the top 30 in this League Table by 2030. Targets of 90% and 85% for 2030 for 'Teaching on My Course' and 'Assessment and Feedback' respectively were recommended. These targets required significant improvement on current performance of between 6-7% for both measures.

Governors emphasised the need to understand the behaviours driving these metrics and were told that TEF and NSS workstreams were designed to address these issues. The impact of this work would positively affect a suite of metrics by providing a high-quality learning experience for students.

The Governing Body **approved** the replacement KPI for student satisfaction together with the target for 2030 and yearly milestones.

GB 23/24 GOVERNING BODY COMMITTEES: MATTERS REQUIRING APPROVAL (GB 23/P28)

The Governing Body **approved** the following:

- (i) *From the Remuneration Committee held on 24 October 2023:*
 - Revised Committee Terms of Reference

- 2022/23 Remuneration Annual Report and Statement for publication.
- (ii) *From the Finance Committee held on 6 November 2023:*
- Financial Return approval process
 - Greenwich University Enterprises Limited and Greenwich Property Letter: Letters of Support
 - Greenwich Students' Union: Letter of Support
- (iii) *From the Audit & Risk Committee held on 13 November 2023:*
- Modern Slavery Act Statement 2022/23 for publication
 - Prevent Duty Return for submission to the OfS.

The meeting finished at 6.30 pm.

T A Brighton
18 December 2023