

COUNCIL MINUTES 28 MARCH 2023
APPROVED BY COUNCIL ON 27 JUNE 2023

MEETING OF COUNCIL

Date of meeting:

Tuesday 28 March 2023, 14:00 to 16:00

Place of meeting:

Hybrid via LSHTM Board Room and ZOOM Video Conference

Present: Don Robert (Chair), Angela Darlington, Liam Smeeth, Sunil Sharma, Nazira Amra, Matt Lee, Mishal Khan, Precious Lunga, Hitesh Patel, Mike Turner, Mark Poulton, Diana Layfield, Lindsay Northover and Jocelyn Prudence.

Apologies: Mohamed Osman, Kevin Tetteh, Indrani Misra and Effua Usuf.

Minutes: Ayisha Govindasamy.

1. INTRODUCTION

The Chair welcomed Jocelyn Prudence (Interim Secretary to Council) and Lindsay Northover (Independent Member of Council) to their first meeting of Council.

1.1. Actions taken by the Chair: None.

1.2. Conflicts of Interest: None declared.

1.3. Minutes of the previous meeting:

Resolved:

1.3.1. Council approved the minutes of its previous meeting held on 01 December 2022.

2. SPOTLIGHT SESSION:

Received: Council received a presentation from Professor Rosemary Green & Professor Marco Springmann on the Centre on Climate Change & Planetary Health.

3. DIRECTOR'S REPORT:

Received: Council received a report on LSHTM's latest events, achievements, and key updates over the past few months. Appended to the Director's report was a summary of internal communications, and a forward plan of communications internally and externally for the next 3 months.

Noted

- 3.1.** George Freeman was appointed Minister of State in the Department for Science, Innovation and Technology on 07 February 2023.
- 3.2.** It was hoped that the newly Windsor Framework will help to re-establish the UK's access to Horizon European Funding as this was stalling developments with new research partners.
- 3.3.** Pontiano Kaleebu, Unit Director for the Uganda Unit, would be stepping down and LSHTM was working jointly with the Medical Research Council (MRC) to recruit a successor.
- 3.4.** The recent staff survey had a 61% response rate and the results and themes from the survey have been circulated to staff. Areas of concern included being overworked, bullying and harassment, and concerns around pay awards being fairly and transparently awarded. From those who completed the survey, there was no strong opinion overall on whether LSHTM should change its name; 25% indicated the name should change, 50% indicated the name should remain, and 25% indicated that they didn't know/have strong feelings on the name.
- 3.5.** A new ballot from the University and College Union (UCU) was out to seek an extension of its mandate for Industrial Action beyond April 2023. Issues around pay are still not resolved between UCU and the Universities & Colleges Employers Association (UCEA). The Executive Team would continue to seek to minimise the impact on students.
- 3.6.** Student numbers were being closely monitored as UK applications were down and while international applications and appointments were up, the conversion rate for these students was lower than for UK students.

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4. STRATEGY IMPLEMENTATION

4.1. Strategy Implementation Overview

Noted:

- 4.1.1. As part of the strategy implementation and through the newly introduced planning process, a number workstreams and projects have been prioritised and resources allocated in line with LSHTM's strategic goals.
- 4.1.2. The Director reflected that LSHTM has grown significantly over the past 10 years, but there has been no real investment in the underpinning infrastructure and Professional Services which needed to be addressed.
- 4.1.3. The Director's priorities for 2023 were to meet student recruitment targets, continue making good progress against the EDI Strategy, helping navigate the industrial action with support for the staff community whilst minimising impact onto students and improving LSHTM's Employment Model.
- 4.1.4. It remains a challenge to determine which activities LSHTM could stop and/or deprioritise. For example, there was a need to rationalise the number of modules LSHTM offers and build in more headroom within Professional Service Teams.

4.2. Measures of success

Resolved:

- 4.2.1. Council approved the proposed key performance indicators and endorsed the dashboard as a good way of monitoring LSHTM's Strategy Implementation.

4.3. People & Culture Strategy

Received: A presentation from the HR Director (Kessar Kalim) on the progress and key priorities of the People & Culture Strategy.

Noted:

- 4.3.1. The People & Culture Strategy has eight workstreams with key priorities around EDI and modernising LSHTM's employment model, as currently 60% of staff are on fixed term contracts.
- 4.3.2. In order to change LSHTM's employment model, LSHTM will need to start employing staff for leadership roles in teaching activities and pursue more stable sources of income.
- 4.3.3. LSHTM has made good progress on the Independent Review action plan, and work is now focusing on embedding actions into business-as-usual activities.
- 4.3.4. The staff survey showed that there is still more work to be done to address bullying and harassment issues. It was key that the LSHTM community were aware of the type of action taken by the Executive Team when bullying and harassment issues are raised so that confidence in reporting can be built up.
- 4.3.5. Currently the Executive Team participate in 360 feedback as part of their appraisals. Council strongly encouraged the Executive Team to do this annually and to roll this out to all leadership roles e.g Heads of Academic Departments and Professional Services.
- 4.3.6. Staff satisfaction with LSHTM's Hybrid Working Framework was high as indicated in the recent staff survey.

5. FEEDBACK FROM COUNCIL AND STAFF ENGAGEMENT SESSION

Received: A report from Hitesh Patel and Mark Poulton on the topics raised following their recent staff engagement session.

Noted:

- 5.1. Topics raised by staff and students included:
 - Concerns about the overuse of fixed term contracts.

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- How exit interviews could be better used to understand why staff are choosing to leave LSHTM.
 - Positive feedback on the Report and Support tool.
 - Concerns around crossing picket lines during strike action.
 - Ideas on how to improve inductions for new staff e.g. a buddy system.
- 5.2.** There was low uptake from staff members for the Council engagement session despite promoting the opportunity via a number of internal communication channels.
- 5.3.** The format of Council engagement sessions would be reviewed after the June sessions to see if they can be improved or better themed to encourage more engagement.

6. PEOPLE, EQUALITY, DIVERSITY & INCLUSION COMMITTEE

Noted:

- 6.1.** Following an internal governance review in 2022, Council sought to better align its committee structure and mainstream EDI by bringing People Committee and Diversity & Inclusion Committee together.
- 6.2.** Items from both People Committee and Diversity & Inclusion Committee have been mapped and consolidated into an annual schedule of business for the People, Equality, Diversity & Inclusion Committee.
- 6.3.** Since this decision, work has been underway to ensure this proposal doesn't overlap with any internal EDI committees and to ensure plans are in place to mainstream EDI into LSHTM's whole governance structure.
- 6.4.** As part of the transitional arrangements, elected staff members from People Committee and Diversity & Inclusion Committee would be invited to join the membership for People, Equality, Diversity & Inclusion Committee to conclude their active terms.

Resolved:

- 6.5.** Council reaffirmed their decision to bring together People Committee, and Diversity & Inclusion Committee together.
- 6.6.** Council approved the proposed terms of reference, membership and transitional arrangements for People, Equality, Diversity & Inclusion Committee.

7. REPORTS FROM COMMITTEES

7.1. Nominations Committee

Resolved:

- 7.1.1.** Council approved the extension to the terms of Council Members Angela Darlington, Mohamed Osman and Mike Turner, and Co-opted Audit & Risk committee members Amish Nathwani & Niamh Grogan.
- 7.1.2.** Council appointed Mark Poulton to Audit & Risk Committee as an Independent Member of Council.
- 7.1.3.** Council endorsed the approach and process for the upcoming Governance Effectiveness Review.
- 7.1.4.** Council approved the updated Schedule of Delegation.
- 7.1.5.** Council endorsed the committee's recommendation to not appoint a Senior Independent Governor (SIG) primarily because the duties expected from a SIG were already being carried out by senior role holders such as the Deputy Chair of Council and Chair of Audit & Risk Committee. Furthermore, LSHTM has an external mechanism for processing whistleblowing concerns which does not involve the Director or Chair of Council. This decision and rationale would also be considered by the external governance effectiveness review. It was agreed that the role and responsibilities of senior role holders would be further clarified in the updated LSHTM Ordinances.
- 7.1.6.** Council approved the proposed Fit & Proper Policy.

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7.2. Finance & Development Committee

Noted:

- 7.2.1. The committee reviewed LSHTM's investment performance last quarter, while performance is a little lower than hoped LSHTM always take a longer-term view on these investments.
- 7.2.2. The committee received an update from the Director of Estate on the Estates Masterplan and received a tour of the newly completed TP2 building.
- 7.2.3. Financial risks included education income and inflation which will continue to be closely monitored by the committee.
- 7.2.4. The committee approved the annual TRAC return, and noted the improvements made to increase academic engagement.
- 7.2.5. The committee would be receiving a fundraising briefing at its next meeting, and recently approved the establishment of a Sustainable Investment Fund.
- 7.2.6. It was noted that a member of staff has been working in Spain since 2020 and it is imperative for LSHTM to regularise its position with the Spanish Tax Authorities to comply with tax and national insurance regulations for the 2020, 2021 and 2022 tax-years in Spain.

Resolved:

- 7.2.7. Council approved the granting a power of attorney to the Finance Director in order to enable a staff working arrangement in Spain.

7.3. Audit & Risk Committee

Noted:

- 7.3.1. The committee discussed the requirements to tender for its Internal and External Audit Services. LSHTM's Internal Audit Services will be tendered on 01 August 2023, and LSHTM's External Audit Services will be tendered in 2024.
- 7.3.2. Following discussion of LSHTM's strategic risks, it was noted that an additional risk was added around research.
- 7.3.3. The Executive Team and the committee were closely monitoring student income/recruitment risks. The committee were concerned about the level of involvement of Programme Directors in the application process and felt that this was an outdated practice within the higher education sector.
- 7.3.4. Cyber security remains a high strategic risk and while good progress has been made on multifactor authentication, there was still lot of work to do to mitigate this risk to an acceptable level e.g. removal of shadow IT. The committee's concerns have been raised with the Director and Chief Operating Officer.
- 7.3.5. The committee highlighted that a fraud investigation was underway and; the outcome of this investigation would be shared with Council once complete.
- 7.3.6. The Monitoring and Assurance Task & Finish Group met in February and good progress has been made on the implementation of recommendations from the Independent Review. It was felt that the group could be disbanded after its next meeting in June 2023.

7.4. Senate

Noted:

- 7.4.1. Council noted the summary of Senate, which was held on 22 March 2023.

7.5. Diversity & Inclusion Committee

- 7.5.1. Council noted the summary of the Diversity & Inclusion Committee meetings held on 13 February 2023 and 17 March 2023.

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7.6. People Committee

7.6.1. Council noted the summary of the People Committee meeting held on 27 February 2023.

8. OTHER REPORTS

Noted:

- 8.1. Council noted the use of LSHTM Seal for an internal lease of basement level electricity substation at Keppel Street and a Deed of Support for Chariot Innovation.
- 8.2. Council noted the Governance and Regulatory briefing note which included latest updates from the Office for Students in relation to Freedom of Speech, and harassment and sexual misconduct.

Resolved:

- 8.3. Council ratified the outcome of the Health Clark Selection Panel to award Professor Monica Ko (Professor in the Departments of Nursing and Public Health at National Cheng Kung University, Taiwan) the Heath Clark lectureship for 2023.

9. CLOSED MEETING OF COUNCIL

Don Robert (Chair of Council) excused himself from the closed meeting of Council.

Resolved:

- 9.1. Following discussion facilitated by the Deputy Chair, Council unanimously approved the appointment of Don Robert as Chair of Council for a second term.