

COUNCIL MINUTES 30 NOVEMBER 2023
APPROVED BY COUNCIL ON 26 MARCH 2024

MEETING OF COUNCIL

Date of meeting: Thursday 30 November 2023, 14:00 to 16:00
Place of meeting: Hybrid via LSHTM Board Room and ZOOM Video Conference

Present: Don Robert (Chair), Mohamed Osman, Angela Darlington, Liam Smeeth, Clare Chandler, Matt Lee, Kevin Tetteh, Precious Lunga, Hitesh Patel, Mike Turner, Mark Poulton, Jocelyn Prudence, Hamza van der Ross, Nambusi Kyegombe (*Virtual attendance*), Lindsay Northover (*Virtual attendance*) and Nazira Amra (*Virtual attendance*).

Partial Attendance: Alana Luckraft (*up to item 4.2*), Derfel Owen (*up to item 4.2*) and Wyn Morgan (*item 4.2 only*).

Apologies: Diana Layfield and Sunil Sharma.

Minutes: Ayisha Govindasamy.

1. INTRODUCTION

1.1. Welcome & Introduction

Noted:

1.1.1. The Chair welcomed the newly elected Students' Representative Council (SRC) President, Hamza van der Ross, to their first meeting of Council.

1.2. Declarations of Interests: None declared.

1.3. Minutes from the previous meeting

Resolved:

1.3.1. Council approved the minutes from the previous meeting held on 03 October 2023.

1.4. Actions taken by the Chair

1.4.1. The Chair hosted a roundtable discussion with Council members and LSHTM Officers on Research Commercialisation on 09 October 2023.

2. REPORT FROM THE DIRECTOR

2.1. Director's Report and Q&A

Noted:

2.1.1. It was reported the George Freeman has resigned as the UK Minister of State for Science, Technology and Innovation and is succeeded by Andrew Griffith.

2.1.2. The LSHTM Staff and Student community were concerned about the conflict in Israel and Gaza, and Council received a copy of all staff/student communications that have been circulated. LSHTM's Health in Humanitarian Crises Centre and the FAIR network have been engaging with their stakeholders and a number of events and seminar discussions were being organised.

2.1.3. It was confirmed that no LSHTM staff members were members of the UKRI EDI Committee, and the UK government stance has been met with strong opposition from the academic community as it was perceived to impact on their rights to freedom of speech.

2.1.4. The recent UCU ballot did not meet its minimal turnout threshold and therefore no industrial action is planned for the foreseeable future.

2.1.5. There was a strong pool of candidates for the position of the Uganda Unit Director; confidentially it was noted that Professor Moffat Nyirenda has been offered the role.

2.1.6. LSHTM has been ranked third in the world and first in the UK for public health in the 2023 Shanghai Ranking.

2.1.7. Staff have been recognised for their work on the Pentacell programme and won a Kindness in Education Award.

2.1.8. The Director has recently been in Chicago and Tanzania for fundraising and alumni events and would be going to COP26 for the health devoted day.

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2.1.9. LSHTM recently hosted an award ceremony for staff, the event was gratefully received and there were a number of inspiring nominations submitted.

3. REPORT FROM STUDENTS' REPRESENTATIVE COUNCIL PRESIDENT

Noted:

- 3.1. The 2023/24 Students' Representative Council election had the highest voter turnout in recent years and two of the Vice President positions have been filled by Distance Learning students.
- 3.2. Students have reported concerns about the lack of student social and study space available in the London buildings. Concerns have been raised to management and it was acknowledged that the current building works are having an impact of the amount of space available to students. Options for existing social and study space for students, e.g., Senate House, are to be widely communicated to the student community.
- 3.3. There was a recent peaceful student protest calling for a ceasefire in Gaza, and an open letter from students has been circulating via social media channels. It was noted that a the panel discussion 'Health Crises in Palestine' was taking place on 07 December 2023.

4. ITEMS FOR DISCUSSION

4.1. Strategy Implementation including Student Recruitment Update - Confidential

Noted:

- 4.1.1. Having a thriving education portfolio is integral to LSHTM's mission, as well as a major source of income which can improve LSHTM's financial position.
- 4.1.2. Currently LSHTM's education ambitions are not being realised and there is a need to take a broader view and make some significant changes.
- 4.1.3. A SWOT analysis on LSHTM's education activities was presented and it was noted that there were many external factors influencing lower than hoped student recruitment.
- 4.1.4. LSHTM would be appointing a new Pro-Director of Education to take forward the second stage of the Education Strategy.
- 4.1.5. There were plans to develop a 'Strategic Education Office', following a successful similar model in LSHTM's research activities, and there would be use of external agencies for specific country recruitment.
- 4.1.6. LSHTM will commission external market research on the proposed short-term changes to its education portfolio and undertake a review of its internal processes.
- 4.1.7. Council questioned why fee waivers are not universally phrased/marketed as scholarships at LSHTM.
- 4.1.8. There was a need to examine the tuition fees levels to ensure they do not become unaffordable, and this would be closely monitored by the Finance & Development Committee. Although it was noted that LSHTM's current fees were lower than many of its competitors.
- 4.1.9. It was noted that while there are high student number of applications from African nations, many students are reliant on scholarships. It was queried whether LSHTM could deliver education in regional hubs e.g., East Africa, which might be more accessible and affordable for potential LSHTM students.
- 4.1.10. Employability after study was deemed critical for prospective students, and LSHTM may benefit from utilising its alumni networks to support student career ambitions.
- 4.1.11. It was acknowledged that many of the actions outlined were short term, and there was a need for the next phase of the education strategy to be longer term. What will student education needs be in the next 5, 10, 15 years, and can LSHTM's education portfolio be diversified to meet these needs?
- 4.1.12. It was noted that LSHTM is very dependent on conventional education e.g., MSc, and there may be more scope in executive education and short courses.

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4.1.13. The SRC President noted that the student experience (campus facilities, support for students etc) was better at competitors but LSHTM's teaching was exceptionally high quality. Many students want to study at LSHTM because of its reputation and its ability to teach students hard and soft skills needed in public health environments. However, students are paying high fees and expected a better on campus experience.

4.2. Governance Effectiveness Review (GER)

Noted:

- 4.2.1. It was reported by Halpin Partnerships that LSHTM was a well-run institution. Where things are not right, Council enact their responsibility to proactively address problems in order to improve the institution.
- 4.2.2. Council and Committee members have a good understanding of LSHTM's mission and the responsibilities of their role.
- 4.2.3. The recommendations from the GER report are focused on what LSHTM can do improve its governance maturity.
- 4.2.4. A priority recommendation was for Council to further understand and obtain academic assurance in light of changes in the Higher Education Regulatory Framework e.g., Office for Students (OfS) B Conditions of Registration, and the Higher Education Research Act.
- 4.2.5. The GER also found that there was a perceived significant risk around the governance and assurance between LSHTM and the Units but that these risks needed to be fully articulated and remediated. It was observed that there was piecemeal engagement and the risk to LSHTM was not one that Council can ignore. Clearer oversight needed to be put in place.
- 4.2.6. Other recommendations included better linkages between the Executive Team and Council via Secretary to Council, tidying up LSHTM's instruments of governance, providing a more consistent and timely induction and training for Council/Committee members, consideration of succession planning specifically for skills/experience in the higher education sector.
- 4.2.7. Council was commended for its efforts to engage with the staff and student community, and the difficulties in ensuring these were meaningful and well participated were acknowledged. It was suggested that other proactive methods be utilised to engage with the LSHTM community.
- 4.2.8. The GER report had very little 'high' risk recommendations and the number of recommendations provided were much lower compared to other institutions which reflected LSHTM's governance maturity.
- 4.2.9. Council thanked the Halpin Partnerships for their fair, thorough and well-balanced report and recommendations.
- 4.2.10. It was agreed that Council should receive a high-level action plan to implement the GER recommendation at its meeting in March 2024.
- 4.2.11. Council appointed the GER group to provide oversight of the GER action plan, and formally endorsed the addition of Angela Darlington (Independent Member of Council) to the GER Group.
- 4.2.12. Council received the report and agreed to discuss how best to publish when an action plan had been developed and presented to Council in March 2024.

5. ITEMS FOR APPROVAL

5.1. Annual Treasurer's Report & Financial Statements 2023/24

Noted:

- 5.1.1. A surplus of £0.3million was reported, and the relatively flat budget was in part due to the need to account for onerous research contracts. The case studies within the annual Treasurer's Report were really insightful and there have been improvements to the way in which LSHTM reported its diversity information which was welcomed.

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- 5.1.2. It was confirmed that the Audit & Risk Committee had reviewed the Annual Treasurer's Report & Financial Statements 2023/24 and BDO, LSHTM's external auditors, has not reported any significant accounting issues. Minor issues reported related to research income accounting, tracing research contracts, and the high volume of journals which should be processed more automatically.

Resolved:

- 5.1.3. Council approved the Annual Treasurer's Report & Financial Statements for 2023/24.

5.2. Financial Forecasts

Noted:

- 5.2.1. LSHTM's Financial Forecasts which need to be submitted to the OfS were considered low risk compared to other UK universities.
- 5.2.2. It was confirmed that this was an estimation process and not full budgeting process. The forecasts showed a negative surplus in the next few years, but surplus is forecasted to return.
- 5.2.3. Finance & Development Committee would be re-considering LSHTM's 50 days liquidity target as this was considered quite cautious, particularly as LSHTM also has a £25million revolving credit facility.

Resolved:

- 5.2.4. Council approved the Office for Student financial return and supporting commentary.

5.3. Tuition Fees

Noted:

- 5.3.1. The two new targeted financial incentives proposed would encourage applicants to register early which is beneficial for LSHTM's financial planning.
- 5.3.2. There will be a focus on fundraising for scholarships in recognition of tuition fees increasing.

Resolved:

- 5.3.3. Council approved the proposed tuition fees for 2024/25 and two new targeted financial incentives to stabilise intensive student recruitment and to encourage growth in Distance Learning (DL) recruitment.

5.4. Going Concern

Noted:

- 5.4.1. It was confirmed that LSHTM has enough cash to maintain its operations which has been tested against five stress scenarios.
- 5.4.2. However, some management action is needed to ensure cash levels remained at an acceptable level as each year LSHTM's projections are lower than the year before and this would be carefully monitored by the Finance & Development Committee.

Resolved:

- 5.4.3. Council noted the range of stress scenarios that provided assurance that LSHTM is considered a 'going concern' and this statement was approved.

5.5. Prevent

Noted:

- 5.5.1. Audit & Risk Committee reviewed and were satisfied with LSHTM's processes and controls in relation to its Prevent responsibilities. LSHTM remains a low-risk institution due to its size and postgraduate nature, in comparison to other UK Higher Education Institutions.

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Resolved:

- 5.5.2. Council agreed that the Prevent Annual Report, risk assessment and action plan be submitted to the OfS.

6. REPORTS FROM COMMITTEES

6.1. Finance & Development Committee

Noted:

- 6.1.1. Council noted the summary of Finance & Development Committee meetings held on 05 October 2023 and 09 November 2023.
- 6.1.2. The committee noted the DARO's move to including more overheads when fundraising and targeting fundraising for scholarships to support LSHTM's education aims.
- 6.1.3. The Investment Working Group were closely monitoring the performance of Rathbones to ensure it is providing value for money.

6.2. Audit & Risk Committee

Received: Council received the Audit & Risk Committee's annual report which included the following reports (Annual Internal Audit Report, Annual External Audit Management Letter, Annual, Data Return Report, Health & Safety Report and Annual Value for Money Report)

Noted:

- 6.2.1. The committee had been debating LSHTM's cyber risks and reported that following a high-risk internal audit report, there was still a lot of work to be done to mitigate the risk. A cyber related major incident day would take place in January 2024, and the committee would consider the outcomes and recommendations from this exercise. Management needed to carefully consider the appropriate level of investment needed e.g., 24/7 cyber deterrent capabilities, and whether a Chief Information Officer should be assigned at LSHTM. Likewise, LSHTM need to consider its approach to ransomware attacks as part of its cyber risk response plan.
- 6.2.2. LSHTM's institutional rating of 'Reasonable Assurance' has been provided by LSHTM's outgoing internal auditors, PwC. There were critical risk ratings provided on unit financial controls which the committee is carefully monitoring.
- 6.2.3. The committee has recommended that management consider the cyber related risks in its supply chain, and the threats and opportunity risks of artificial intelligence.
- 6.2.4. Following a tender process, KPMG have been appointed as LSHTM's internal auditors and they have already been able to draft an appropriate internal audit plan for 2023/24.

6.3. Senate

Noted:

- 6.3.1. Council noted the summary of Senate from meetings held on 25 October 2023 and 22 November 2023. This included an update on LSHTM's progress on the Concordat to Support the Career Development of Researchers, and Senate's decision to permanently discontinue the Professional Diploma in Tropical Medicine & Hygiene (East African Partnership).
- 6.3.2. The Chair of Senate welcomed the recommendations from the GER and would consider how reporting academic assurance matters from Senate to Council could be improved.

6.4. People, Equality, Diversity & Inclusion Committee

Noted:

- 6.4.1. Council noted the summary of the People, Equality, Diversity & Inclusion Committee meeting held on 09 October 2023.

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6.4.2. Council noted that it would be useful for the People, Equality, Diversity & Inclusion Committee to receive anonymised diversity information of senior academic staff where possible (in line with data protection).

6.5. Nominations Committee

Noted:

6.5.1. Council noted the appointment of Hamza van der Ross to Council from 03 November 2023 as the elected Students' Representative Council President.

Resolved:

6.5.2. Council approved the following appointments for three year terms:

- Kevin Rodrigues as a co-opted member of the Finance & Development Committee from 01 December 2023
- Gerald O'Shea as a co-opted member of the Finance & Development Committee from 01 December 2023
- Shirley Campbell as a co-opted member of People, Equality, Diversity, and Inclusion Committee from 01 December 2023.

6.6. Remuneration Committee

6.6.1. Annual Committee Report

Noted:

6.6.1.1. The Remuneration Committee met on 03 October 2023 to robustly consider the remuneration of Senior Staff Holders in line with LSHTM's institutional performance and individual targets. It was noted that the two recently appointed independent co-optee members of the committee had made a valuable contribution to the committee's deliberations and decision making.

6.6.1.2. Council noted the Annual Remuneration Committee Report for Senior Staff Holders at LSHTM. This report provides assurance that its remuneration process and outcomes comply with the Committee of University Chairs (CUC) Higher Education Senior Staff Remuneration Code.

7. OTHER REPORTS FOR INFORMATION AND/OR APPROVAL WITHOUT DISCUSSION

7.1. Anti-Slavery & Trafficking Statement

Resolved:

7.1.1. Council approved the updated Anti-Slavery and Trafficking Statement.

7.2. Honorary Fellows

Resolved:

7.2.1. Council approved the recommendations for award of the LSHTM Honorary Fellowship to

- Professor Jane Carlton, Director of John Hopkins Malaria Research Institute
- John O'Donnell, Former Deputy Chair/Independent Member of Council
- Professor Laura Rodrigues, Professor of Infectious Disease Control at LSHTM

8. DATE OF NEXT MEETING: 26 March 2024