

Board of Directors Meeting- 25 Jan 2023
Meeting Minutes

Meeting Purpose:	Board of Directors Meeting S P Jain London School of Management (SPJ UK)
Meeting Date:	25 Jan 2023
Meeting Time:	8:00 am UK
Meeting Location:	Zoom
Meeting Facilitator:	Ms. Ruty Bharucha
Attendees:	<u>Members of the Board</u> 1. Prof. Mary Stuart (Chair, BOD) 2. Emeritus Professor Alan Lindsay AM 3. Mr. Nitish Jain 4. Ms. Stephanie Pagni <u>Invitees</u> 1. Ms. Marion Lowe 2. Dr. Kim Soin 3. Mr. Gaurav Jain 4. Ms. Malathi Govind
Apologies:	Mr. Ashok Vaswani, Mr. Neil Puri, Prof. Paul Willman
Minutes Taken By:	Ms. Malathi Govind

Agenda Items for Discussion

1. Welcome, attendance and apologies

The Chair welcomed everyone to the meeting of the Board of Directors. Prof. Paul Willman, Mr. Ashok Vaswani and Mr. Neil Puri were unable to attend due to the time zone difference and had sent their apologies to the Chair.

2. Declarations of conflict of interest

All members declared that they did not have any conflict of interest.

3. Minutes of the meeting of 26 Oct 2022

The minutes of the meeting for the last meeting held on 26 Oct, 2022 were approved by the Board of Directors(BoD).

Agenda Items for Discussion

4. Matters for decision:

A. Scheme of delegation:

- Ms. Lowe outlined the purpose of the Scheme of Delegation document wherein the Board has delegated its responsibilities to promote efficient decision-taking.
- The Scheme also outlines the Board's main responsibilities and which of them have been delegated and to which committees or roles.
- The Policy also sets out the limits of these delegations and how they operate.
- It was noted that the Scheme did not cover operational decisions which were taken by the senior management team which was supported by Mr. Jain.
- Prof. Alan Lindsay commented that the risk register and its monitoring should be done by the Audit and Risk committee.
- The risk management policy should be developed by the management and overseen by the Risk committee. Monitoring should be done by the committee.
- Prof. Lindsay also suggested that for Admissions decisions this should be the responsibility of someone with Academic Authority. Therefore, the Dean should also be involved in addition to the COO and the Registrar.
- The BOD approved the Scheme of Delegation subject to the above modifications.

B. Staff employment framework policies:

- Ms. Lowe updated the Board about the overall staff employment framework and stated that this is in line with employment law and good practices.
- The policies were designed in accordance with the ACAS codes of practice which set out minimum standards of fairness for workplaces and are the point of reference for employment tribunals. It was emphasized that ACAS is very important for the UK environment.
- They have also been reviewed by consultants at SUMS who are higher education HR specialists.
- The Board were asked to consider the following policies for approval which set out the staff employment framework which were circulated prior to the meeting:
 - Staff Capability Policy
 - Staff Disciplinary Policy
 - Staff Grievance Policy
 - Staff Probation Policy
 - Sickness Absence Policy
- The Board agreed that the policies appeared comprehensive and strong.

Agenda Items for Discussion

- Ms. Pagni also suggested the creation of a whistleblower(speak-up) policy. Ms. Lowe said that this is currently being worked on and should be ready for approval at the next meeting of the board.
- The BOD approved the staff employment framework policies.

C. Staff equality and conduct policies:

- Ms. Lowe stated that the School's equality and conduct policies are in line with the Equality Act (2010) and the OfS Statement of Expectations on Preventing Harassment and Sexual Misconduct.
- The Board considered the following policies for approval which set out the framework for providing equality for staff and students and the regulation of staff behavior:
 - Dignity at Work
 - Staff Code of Conduct
 - Staff Equality, Diversity, and Inclusion Policy
 - Staff Student Relationships Policy
 - Staff Social Media Policy
- The Chair stated that these policies are an important part of the regulatory framework.
- The BoD will also require training around equality and diversity.
- The board members discussed about using a platform like Epigeum (currently used at SP Jain School of Global Management) for the training
- The BOD approved the staff equality and conduct policies as listed above.

D. Student equality and conduct policies:

- Ms. Lowe updated the BoD that these policies have been prepared taking into consideration the expectations based on OIA (Office of the Independent Adjudicator) Good Practice Framework and the OfS Statement on the Prevention of Harassment and Sexual Misconduct.
- Board considered the following policies for approval:
 - Student complaints procedure
 - Student Code of Conduct Policy
 - Student Disciplinary Policy and Procedures
 - Student Equity, Diversity and Fair Treatment Policy
 - Guidance on dealing with inappropriate behaviour

Agenda Items for Discussion

- The School is now a member of the OIA following its admission to the OfS Register.
- The BOD approved the student equality and conduct policies as listed above.

E. Audit and Risk Committee membership:

- Ms. Lowe discussed the membership of the Audit and Risk committee with the BoD.
- Mr. Ashok Vaswani will be the Chair of the Audit and Risk committee.
- Currently, we are seeking more members with expertise on risk management to join the committee and these would be approved by email outside the meeting..
- Ms. Pagni stated that in her experience of advising Board Risk Committees generally - risk management framework is developed by the management, approved by the Board and then overseen by the Board
- The BOD approved Mr. Vaswani's chairmanship of the Audit and risk committee.

5. Matters for Discussion:

A. Project Plan and Risk Management Plan

- Ms. Lowe discussed about the updated project plan which was provided in the circulated documents.
- She mentioned that over the last few weeks since the completion of the NDAPs review the pace has picked up on different processes including recruitment, campus readiness etc.
- Progress has also been made regarding the staff and student licenses.
- The salesforce system(KEN42) will be reviewed to ensure it fits with the GDPR requirements in the UK.
- The Data protection policy will be prepared and presented to the Board at the next meeting.
- The Risk management plan will also be presented at the next meeting.
- The Risks currently identified as high will be lowered once more progress was made on the Plan.
- It is planned to have the next Audit and Risk committee (ARC) meeting before the next BoD meeting which will review the Risk Management Plan.
- It was noted that further policies are currently being drafted such as Health and safety policy etc.
- These new policies will be presented to the BoD at the next meeting for a review.

Agenda Items for Discussion

- The proposal for delegation to the Chair to approve policies required in between meetings as approved by the BoD subject to them being reviewed at the next meeting.
- The UKVI license application will be made once the lease for the campus is available but it could take some weeks to be finalised.
- The Board noted the position and endorsed the actions being undertaken by the management team.

B. Budget update

- The BOD discussed monitoring the budget.
- The Chair mentioned that right now the discussions are only on the expenditures as the student enrolment has not started yet.
- It was agreed that the Budget looked as on track as it should be.

C. Board effectiveness survey

- The Chair discussed about the survey conducted and thanked all colleagues for their feedback
- In general, all members felt that the meetings were effective.
- BoD members were happy with the quality of discussion at the meetings as well as the documentation
- The timings still posed a challenge for some members as currently two members are in the United States and one is in Australia and it was agreed that in future, one meeting would be held at 8.00 am and the rest at 4.30pm.
- It was suggested to have financial performance tracking as a standing item on all meetings.
- In future the BoD will discuss more about the recruitment experience, graduate outcomes etc.
- The BOD will monitor the performance in more detail.
- In November-December of 2023 the Chair will have the next survey along with few minutes (5-10) chat with each Board member.
- The Chair spoke about conducting a more formal review of the Board in 2024

6. Matters for Information

A. OfS Registration Decision:

Agenda Items for Discussion

- Dr. Soin updated the BOD about successful registration of SP Jain London School of Management on the OFS register.
- The Access and Participation plan and the Student Protection Plan has now been published on the website.
- The student terms and conditions were updated and have now been approved by the Academic Board.
- The Chair congratulated everyone on the team involved in the process including Ms. Marion Lowe, Dr. Kim Soin, Ms. Malathi Govind and Mr. Gaurav Jain.

B. Premises update:

- Mr. Jain noted that the Lease for the premises was yet to be signed.
- Therefore, the lease would actually start from January 2023
- The permission for the change of use application has not been obtained till date.
- If there are further delays, the team would approach the Mayor's office for the necessary permissions
- The building company seemed to be very slow in their procedures.
- Ms. Lowe stated that we are following up with the company as the planning deadline is now over.
- The Chair stated the building lease was crucial for the UKVI process and we should get this premises for the purpose of the UKVI license.
- Mr. Jain updated that the architect had already prepared the drawings required.

C. Validation

- Ms. Lowe updated that although we have received the Memorandum of Agreement (MoA), it was not fully complete.
- Currently Ms. Lowe is following up with the partner on the MoA to have this completed and signed off.

D. NDAPS Application

- The NDAPs report was anticipated by the 27th January. This has now been postponed to the 10th of February
- The QAA team will then provide us with two weeks to provide corrections or clarifications on this report if any.
- We have been advised by the QAA briefing office to provide commentary before the report is sent to the ACDAP (Advisory committee for degree awarding powers)
- Currently the date on which the final decision will be made hasn't been provided to us.

Agenda Items for Discussion

- The Chair noted that having been part of the review for NDAPs their main questions seemed to be centred around staffing. So the report may ask for clarifications about staffing.
- Ms. Lowe stated that we could provide information on the staff who have been recruited since the NDAPs review.

7. Reports from committees:

a. Minutes of the first Industrial Advisory Board(IAB):

- Mr. Jain updated the BoD that the IAB meeting had been very effective
- The IAB members were very engaged and provided a lot of suggestions especially for the MFT (Master of Financial technology) and BMT (Bachelor of Management and Technology) programs.
- The quality of advice received was immense and this advice was being taken into consideration by the Curriculum working groups(CWG) working on the development of both the MFT and the BMT.

8. Any other competent business

- Mr. Jain updated the BoD that the Public relations company for the school in London had suggested to have a launch event/opening date for the new campus.
- The PR company would provide the press releases and this would be held in the last week of April or the first week of May.

9. Next meeting date

The next meeting of the BoD will be held on 26 April 2023 as per the Committee Calendar for AY 2022-2023.

Decisions/Resolutions Made

1. Resolution 1: The BoD approved the Scheme of Delegation subject to the aforementioned modifications.
2. Resolution 2: The BoD approved the staff employment framework policies as listed below.
 - Staff Capability Policy
 - Staff Disciplinary Policy
 - Staff Grievance Policy
 - Staff Probation Policy
 - Sickness Absence Policy
3. Resolution 3: The BOD approved the staff equality and conduct policies as listed below.
 - Dignity at Work
 - Staff Code of Conduct
 - Staff Equality, Diversity, and Inclusion Policy
 - Staff Student Relationships Policy
 - Staff Social Media Policy
4. Resolution 4: The BOD approved the Student equality and conduct policies as listed below.
 - Student complaints procedure
 - Student Code of Conduct Policy
 - Student Disciplinary Policy and Procedures
 - Student Equity, Diversity and Fair Treatment Policy
 - Guidance on dealing with inappropriate behavior
5. Resolution 5: The BOD approved Mr. Vaswani's chairmanship of the Audit and Risk committee.
6. Resolution 6: The BOD approved the delegation to the Chair to approve policies required in between meetings subject to them being reviewed at the next meeting.

Action Items

Board of Directors Meeting- 25 Jan 2023
Meeting Minutes



None