

**LONDON SCHOOL OF HYGIENE & TROPICAL MEDICINE
COUNCIL**

MINUTES FROM MEETING HELD ON 25 NOVEMBER 2024

APPROVED BY COUNCIL ON 25 MARCH 2025

MEETING OF COUNCIL

Date of meeting: Monday 25 November 2024, 14:00 to 16:30

Place of meeting: Hybrid via LSHTM Board Room (G05) and ZOOM Video Conference

Present: Don Robert (Chair), Mohamed Osman, Angela Darlington, Liam Smeeth, Clare Chandler, Matt Lee, Hitesh Patel, Mike Turner, Nazira Amra (*virtual attendance*), Naomi Stewart, Jocelyn Prudence, Lethukwenama Letsoalo, Nambusi Kyegombe (*virtual attendance*), Mark Poulton, James Hargreaves, Richard Calvert and Jo Price.

Partial Attendance: Alana Luckraft (*up to item 5.2*), Kessar Kalim (*for item 5.2*), Lee Rodwell (*for item 5.3*) and Ahmed Rashid (*for item 5.4*).

Apologies: Diana Layfield and Lindsay Northover.

Minutes: Ayisha Govindasamy.

1. INTRODUCTION

1.1. Welcome & Introduction

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 26 September 2024.

1.4. Actions taken by the Chair

Noted:

1.4.1. The Chair notified Council that the Office for Students (OfS) had postponed their visit to LSHTM and would be rearranging this for early 2025.

2. REPORT FROM THE DIRECTOR

Noted:

- 2.1.** The Director gave an overview of the actions LSHTM was taking to address financial challenges. There is a focus on change management and ensuring there is a whole community approach to the financial mitigations LSHTM now needed to undertake. The Executive Team have proactively engaged with the Strategic Leaders Network, Faculty Management Groups, and hosted an all staff meeting to present LSHTM's financial situation.
- 2.2.** Financial pressures are being felt across the Higher Education sector, and this was being closely monitored by the Office for Students (OfS).
- 2.3.** The increase in tuition fees recently announced by the UK government would not impact LSHTM as a postgraduate institution but LSHTM would need to absorb the National Insurance increase for employers.
- 2.4.** Following the Postgraduate Taught Experience Survey (PTES), LSHTM had performed poorly in assessment element of PTES survey. This was a disappointing outcome and LSHTM was investigating what actions it could take to address its performance in this area.
- 2.5.** José Bengoechea would be joining LSHTM as Dean of Infectious and Tropical Diseases in February 2025. The Head of Equity, Diversity & Inclusion Job Description is under development and would be advertised shortly.
- 2.6.** LSHTM has been ranked 2nd in the world and 1st in UK for public health in the 2024 Shanghai Ranking.
- 2.7.** Good progress was being made to arrange the inaugural meetings of the Unit Committees. These would be taking place at The Gambia Unit in February 2025, and at the Uganda Unit in March 2025.

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3. STUDENTS' REPRESENTATIVE COUNCIL (SRC) PRESIDENT REPORT TO COUNCIL

Noted:

- 3.1.** Lethukwenama Letsoalo was elected as the Students' Representative Council President following one of the highest voting turnout rates in recent years.
- 3.2.** The Students' Representative Council's focus for the academic year was to build a sense of community, planning a series of career events, and developing a student calendar.
- 3.3.** Queries and issues that the Students' Representative Council have raised to the Executive Team include: the possibility of paying tuition fees in instalments and how to improve and better tailor communications to students.
- 3.4.** The SRC President reflected on their student experience since joining LSHTM. The diverse student community and the quality and enriching seminars were commended.

4. REPORTS FOR APPROVAL

4.1. Treasurer's Report & Financial Statements

Noted:

- 4.1.1.** LSHTM's financial statements show that it performed well financially, given the difficult external circumstances.
- 4.1.2.** Within the Treasurer's report, care has been taken to ensure LSHTM has not taken credit for external factors which positively impacted the finances in 2023/24. For example, lower USS pension employer contributions.
- 4.1.3.** LSHTM's external auditors had not yet completed their audit work and LSHTM was awaiting clarity on whether the Uganda Unit should be treated as a branch or a subsidiary of LSHTM.
- 4.1.4.** Research and education income has reduced in 2023/24 which was concerning and required further investigation.

Resolved:

- 4.1.5.** Council approved the Treasurer's Report & Financial Statements for 2023/24, subject to clarity regarding the Uganda Unit's legal status.
- 4.1.6.** Delegated authority was provided to the Chair of Council, the Chair of Finance & Development Committee and the Chair of Audit & Risk Committee to sign the accounts and letter of representation.

4.2. Going Concern

Noted:

- 4.2.1.** The Finance & Development Committee had thoroughly scrutinised LSHTM's liquidity levels under a number of a stress scenarios.
- 4.2.2.** While LSHTM's liquidity would be impacted by the capital expenditure over the next few years, cash levels maintain at acceptable levels, and management have a number of other safeguards in place e.g., ability to utilise a Revolving Credit Facility.

Resolved:

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

4.3. LSHTM Subsidiaries - Deed and Letter of Support

Resolved:

- 4.3.1.** Council approved the Deed of Support for Chariot Innovations Limited, and the Letter of Support for Sustainable Climate Impact Fund Limited.

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4.4. Financial Forecasts

Noted:

- 4.4.1. LSHTM's financial forecasts have been remodelled on more realistic education income growth targets and have taken into consideration the National Insurance increases.
- 4.4.2. Given the financial challenges facing the UK Higher Education sector, LSHTM was likely to be considered as low risk by the Office for Students (OfS).
- 4.4.3. Focus needs to be given to how LSHTM can reduce its cost base and innovate its income streams.
- 4.4.4. The LSHTM staff community were accepting of the need to take action to improve LSHTM's financial sustainability and that this represented an opportunity to consider a wide range of improvement and change management activities.

Resolved:

- 4.4.5. Council approved the Office for Students (OfS) financial return and supporting commentary to be submitted to the Office for Students (OfS).

4.5. Tuition Fees 2025/26

Noted:

- 4.5.1. In considering tuition fees for 2025/26, it was proposed that a differential approach be taken that considers programme level competitiveness.
- 4.5.2. Even with the differential approach, LSHTM's proposed tuition fees were reasonable in comparison with competitors.
- 4.5.3. The Finance & Development Committee have challenged management to further consider differential fee setting for tuition fees in the future.

Resolved:

- 4.5.4. Council approved the tuition fees for academic year 2025/26.

4.6. Prevent Duty

Noted:

- 4.6.1. LSHTM was required to submit an annual return to the Office for Students (OfS) confirming how it meets its regulatory obligations in relation to the Prevent Duty.
- 4.6.2. LSHTM has a Prevent Working Group, event approval process, and delivers Prevent training to relevant staff.
- 4.6.3. LSHTM remains a low-risk institution due to its size and postgraduate nature, in comparison to other UK Higher Education Institutions.

Resolved:

- 4.6.4. Council agreed that the Prevent Annual Report, risk assessment and action plan be submitted to the Office for Students (OfS).

4.7. Equity, Diversity & Inclusion Strategy 2024-26

Noted:

- 4.7.1. The proposed Equity, Diversity & Inclusion Strategy 2024-26 has been developed with the EDI team through an iterative process, including reviewing the existing evidence base and consulting staff through drop-in sessions and a survey.
- 4.7.2. Following the development of the Equity, Diversity & Inclusion Strategy 2024-26, a corresponding action plan would be developed.

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Resolved:

4.7.3. Council approved the Equity, Diversity & Inclusion Strategy 2024-26.

4.8. Ordinances

Noted:

- 4.8.1. Throughout 2024, work has been ongoing to modernise LSHTM's instruments of governance. This has included updating the Charter, revoking the Statute concerning Academic Staff, and implementing LSHTM's university title status. As part of this work, LSHTM's Ordinances were also updated following feedback from Shakespeare Martineau as part of the external Governance Effectiveness Review.
- 4.8.2. A detailed breakdown of the changes proposed were provided and included the introduction of an employment ordinance, aligning Council's responsibilities to the Committee of University Chairs (CUC) code exemplar, increasing Council's membership from 16 to 17 members and removal of the position of Honorary Treasurer.
- 4.8.3. There was currently no resolution on the criteria for future eligibility of locally employed Unit staff for elected Staff Member of Council positions in Ordinance B5, and this would be revisited at a later date.

Resolved:

4.8.4. Council approved the updated Ordinances.

4.9. Whistleblowing (Public Interest Disclosure) Policy

Noted:

- 4.9.1. A number of changes had been made to LSHTM's Whistleblowing (Public Interest Disclosure) Policy. This included changing the first point of contact to LSHTM's Interim Secretary to Council which is in line with most of the Higher Education sector, amending the scope so it is explicit that Unit staff are included within the policy, and explicitly outlining the legal protection offered to whistleblowers under the Public Interest Disclosure Act.

Resolved:

4.9.2. Council approved the updated Whistleblowing (Public Interest Disclosure) Policy.

4.10. Anti-Fraud, Bribery & Corruption Policy

Noted:

- 4.10.1. The Anti-Fraud, and Bribery & Corruption Policies had been reviewed, and it was proposed that these policies be merged.
- 4.10.2. The Anti-Fraud, Bribery & Corruption Policy had also been updated to ensure LSHTM meets obligations under the UK Bribery Act 2010 and be explicit in its scope that all staff must adhere to the policy, including those based overseas and/or locally employed by the Units in The Gambia and Uganda.
- 4.10.3. Concerns were raised over a possible breach of the anti-bribery sections of the policy in the Uganda Unit regarding a facilitation payment.

Resolved:

- 4.10.4. Further investigation of the alleged facilitation payment in the Uganda Unit to be undertaken by the Fraud Group.
- 4.10.5. Council deferred consideration of the Anti-Fraud, Bribery & Corruption Policy to its March 2025 meeting.

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5. REPORTS FOR DISCUSSION

5.1. Strategy Implementation

Noted:

- 5.1.1. An overview of progress made on LSHTM's education and research strategy was provided.
- 5.1.2. It was queried whether LSHTM fully understood which modules were profitable. It was confirmed that a costing exercise has recently been undertaken, and this information was feeding into a module rationalisation exercise.

5.2. People & Culture Strategy – Kessar Kalim (HR Director) joined for this item.

Noted:

- 5.2.1. Council was provided with an overview of progress made in relation to the People & Culture Strategy.
- 5.2.2. Due to the numerous change initiatives LSHTM is embarking on, change management training for managers and leaders was being developed.
- 5.2.3. There was a recognition that LSHTM needed to be more robust in addressing underperformance in light of the financial pressures.
- 5.2.4. Reviewing LSHTM's Employment Model was LSHTM's biggest people and culture challenge, and a key priority for the LSHTM community.
- 5.2.5. The recent Staff Pulse Survey included questions on bullying and harassment. There are often negative power and behavioural dynamics seen in the UK Higher Education sector between those on without duration contracts versus those on fixed term contracts which LSHTM wishes to address.
- 5.2.6. Concerns were raised over the lack of reliable HR data reported to People, Equality, Diversity, and Inclusion Committee, particularly around staff sickness. Management noted that sickness related data was unreliable because staff did not always log sickness on the HR system. Additionally, now that working from home is more common staff may be unwell but feel able to work from home which could skew the data.

5.3. Fundraising – Lee Rodwell (Director of Development & Alumni Relations) joined for this item.

Noted:

- 5.3.1. Last year, over £7million was secured. Whilst this was less than the target, the funds received were increasing year on year which was good for the current size of the Development & Alumni Relations Team.
- 5.3.2. There was a need to be more targeted and deliberate with the way LSHTM communicates and engages with its alumni. Alumni chapters were of value, particularly for career development. LSHTM's alumni want to support LSHTM; one in three would consider providing a small financial donation. There was also a desire to help LSHTM in non-traditional ways such as help shaping future education programmes, offering mentoring to students and/or recent graduates.
- 5.3.3. There was a need to develop a plan for increasing legacies as this would help support LSHTM's fundraising income in the medium to long term.
- 5.3.4. LSHTM has a strong narrative that appeals to donors, but more work was needed on developing a pipeline of donors and ensuring LSHTM was clear on its fundraising asks and prioritises.
- 5.3.5. Fundraising income should also be utilised in a strategic way so that it supports LSHTM's mission and goals.

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5.4. Academic Assurance Matrix – Ahmed Rashid (Pro-Director of Education) joined for this item.

Noted:

- 5.4.1. Substantial assurance was provided that LSHTM met the 'B' Conditions of Registration from the Office for Students (OfS).
- 5.4.2. Many elements of the 'B' Conditions of Registration utilise internal academic quality data and internal activities such as the use of external examiners, conducting periodic reviews. Other elements were gathered from externally produced data from HESA, Graduate Outcome Surveys, and data that was retrospectively available such as completion and progression rates.
- 5.4.3. While LSHTM met the 'B' Conditions of Registration from the Office for Students, these were minimum thresholds and LSHTM continues to strive for excellence in its academic quality and assurance processes.
- 5.4.4. It was recommended that student experience and data from student surveys be incorporated into the next iteration of the Academic Assurance matrix for Council.

6. REPORTS FROM COMMITTEES

6.1. 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 Closure Report, Annual Data Return Report, and Annual Value for Money Report.

Noted:

- 6.1.1. Council noted the summaries from Audit & Risk Committee meetings held on 10 October 2024 and 14 November 2024, and the Audit & Risk Committee Annual Report for 2023/24.
- 6.1.2. The committee has been scrutinising LSHTM's top strategic risks, particularly around change management and cyber security across LSHTM, including at the Units.
- 6.1.3. Following the breach of the financial regulations at The Gambia Unit, the committee have recommended that Unit Leadership Teams thoroughly review key LSHTM's policies to ensure they are well understood and communicated.
- 6.1.4. The annual Internal Audit Report showed there was a good level of assurance in LSHTM's corporate governance, risk and financial controls. Improvements were needed to ensure Unit related governance, risk and financial controls were satisfactory. Following a recent internal audit of the Unit's risk management, there were significant findings identified that needed to be addressed by the Unit's leadership.
- 6.1.5. The committee were satisfied with the internal audit service KPMG were providing. They were working well with management and identifying improvements to ensure LSHTM's processes and controls were robust.
- 6.1.6. The committee was considering whether an internal audit should be scheduled to test LSHTM's compliance with data protection legislation.

6.2. Senate

Noted:

- 6.2.1. Council noted the summary from the Senate meeting held on 20 November 2024.
- 6.2.2. John-George Nicholson has recently been appointed as Head of the Strategic Education Office.
- 6.2.3. Unified action plans were being developed to help address findings in recent student surveys and would be presented to Senate in March 2025.
- 6.2.4. Phase two of the Academic Governance Task and Finish Group would be focusing on Senate and its sub-committee structure.

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6.2.5. Council also noted the progress report on LSHTM's action plan to meet the principles of the Concordat to support the Career Development of Researchers, and LSHTM's progress against the recommendations detailed in the SRC Annual Report from the 2023/24 academic year.

6.3. Nominations & Governance Committee

Noted:

6.3.1. Council noted the summaries from Nominations & Governance Committee meetings held on 03 September 2024 and 10 October 2024.

6.3.2. Council noted the Governance Effectiveness Review Steering Group (GERSG) Closing Report and thanked GERSG members for the improvements to LSHTM's governance arrangements.

6.3.3. Work would continue to find mechanisms for Council to engage informally with staff and students to help get a better sense of LSHTM's community and culture.

Resolved:

6.3.4. Council approved the following appointments:

- Lethukwenama Letsoalo as elected Students' Representative Council President
- Mark Poulton as Chair and independent member of the Uganda Unit Committee.
- Mike Turner as Chair and independent member of The Gambia Unit Committee.
- Richard Calvert as independent member of the Finance & Development Committee, and The Gambia Unit Committee.
- Joanna Price as independent member of the Uganda Unit Committee.

6.4. Remuneration Committee

Noted:

6.4.1. Council noted the Remuneration Committee Annual Report for 2023/24 which covered the review of performance of senior office holders and remuneration arrangements.

6.5. People, Equality Diversity & Inclusion Committee

Noted:

6.5.1. Council noted the summary from the People, Equality Diversity & Inclusion Committee meeting held on 07 November 2024.

6.6. Finance & Development Committee

Noted:

6.6.1. Council noted the summaries from Finance & Development Committee meetings held on 25 September 2024 and 10 November 2024.

7. OTHER REPORTS

7.1. Anti-Slavery and Trafficking Statement

Resolved:

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

7.2. Remuneration Committee Terms of Reference

Resolved:

7.2.1. Council approved the updated Remuneration Committee Terms of Reference.

7.3. Greenwood Africa Award

Noted:

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7.3.1. Council noted the Greenwood Africa Award for 2025 was awarded to Fitsum Tadesse.

8. DATE OF NEXT MEETING: 25 March 2025