

Meeting of the Nomination Committee

2.30 pm on Thursday, 14 March 2019
in 1B16 - Technopark, SE1 6LN

Agenda

| <i>No.</i> | <i>Item</i> | <i>Pages</i> | <i>Presenter</i> |
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| 1. | Welcome and apologies | | JC |
| 2. | Declarations of interest | | JC |
| 3. | Minutes of the previous meeting | 3 - 6 | JC |
| 4. | Matters arising | | |
| | Items to discuss | | |
| 5. | Independent governor succession planning | 7 - 10 | JC |
| 6. | Independent governor recruitment | 11 - 88 | JC |
| 7. | Composition of LSBU subsidiary boards | 89 - 100 | JC |

Date of next meeting TBC

Members: Jerry Cope (Chair), Steve Balmont, Douglas Denham St Pinnock, Hilary McCallion and David Phoenix

Apologies: Shachi Blakemore

In attendance: James Stevenson, Michael Broadway and Askari Jafri

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**Minutes of the meeting of the Nomination Committee
held at 4.00 pm on Thursday, 27 September 2018
Avonmouth House**

Present

Jerry Cope (Chair)
Shachi Blakemore
Douglas Denham St Pinnock
David Phoenix

Apologies

Steve Balmont
Hilary McCallion

In attendance

Michael Broadway
Claire Freer
James Stevenson

1. Welcome and apologies

The Chair welcomed governors to the meeting. The above apologies were noted.

2. Minutes of the previous meeting

The committee approved the minutes of the meeting of 17 May 2018.

3. Declarations of interest

It was agreed that the Chair would excuse himself from Item 6 on the agenda and the Vice-Chair would chair the remainder of the meeting.

No other member declared an interest in any item on the agenda.

4. Independent governor succession planning

The committee reviewed the Board skills and diversity matrix.

Ensuring that there was sufficient audit experience going forward was a priority. The committee discussed how this could be addressed, either through new governor recruitment or by co-opted Audit Committee members. As the LSBU group structure was further developed there would also be the potential to bring in governors with suitable experience from the boards of South Bank Colleges or South Bank Academies. Experience of international partnerships was seen as an area where further expertise would be beneficial as well as an increase in digital expertise.

The committee also discussed ways in which the skills matrix could be further developed, to better define the skillset required and to allow scenario planning against future expected changes to Board membership.

It was acknowledged that the age diversity of the Board was narrow which, in part, could be a result of the current format of meetings and time requirements being inconvenient for those that were working full time. Gender diversity was balanced but ethnicity could also be improved.

The level of experience required for new governors was also considered. A candidate with less experience but the ability and desire to commit their time could be supported and developed in the role. This approach also had the potential to create a more diverse pool of candidates.

5. Recruitment consultant engagement - proposal

The committee reviewed the proposal to engage an external consultant to assist with future governor recruitment. It was hoped that by engaging with a consultant a broader and more diverse pipeline of candidates with relevant expertise would be achieved.

The committee was supportive of the approach, in principle. It was agreed that the Chair and Vice-Chancellor should meet Audeliss, the preferred consultant identified by the Governance Team and based on the outcome of that meeting decide on whether to proceed with Audeliss.

It was noted that any expenditure on external consultants would be unbudgeted.

The Chair left the meeting. The Vice-Chair chaired the meeting.

6. Chair re-appointment

The committee noted that the serving Chair of the Board and Pro Chancellor, Jerry Cope, was appointed on 1 August 2015 for a term of four years ending on 31 July 2019. In line with LSBU's articles, the Chair is eligible to serve another four year term as governor and as Chair of the Board.

It was confirmed that reappointment as a governor was a matter for the Nomination Committee and Appointment Committee. Following reappointment as a governor, re-election as Chair would be a matter for the whole Board.

The committee discussed the Chair's performance and contribution to the Board and also considered the feedback from the Vice-Chair's appraisal of the Chair's performance and the feedback solicited from members of the Board.

After due consideration, the committee agreed to recommend to the Appointments Committee that Jerry Cope be re-appointed as an independent governor and, if re-appointed, recommend to the Board of Governors to re-elect as Chair of the Board for another term of four years.

Date of next meeting
4.00 pm, on Thursday, 14 March 2019

Confirmed as a true record

..... (Chair)

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| | |
|------------------|---|
| | CONFIDENTIAL |
| Paper title: | Independent governor succession planning |
| Board/Committee: | Nomination Committee |
| Date of meeting: | 14 March 2019 |
| Author(s): | Askari Jafri, Governance Officer |
| Sponsor(s): | Jerry Cope, Chair of the Committee |
| Purpose: | For Discussion |
| Recommendation: | The committee is requested to note the Board's current composition and diversity as background to the independent governor recruitment paper. |

Executive Summary

Independent governor succession

The committee is aware of the need to have a short to medium term plan for succession of the independent governors, given that a number of governor terms will end in 2019.

Composition of the Board

Currently, there are 11 independent governors with the following terms:

| Governor | Term ends | Term |
|---------------------------|-----------|------|
| Shachi Blakemore | Mar 2019 | 1 |
| Kevin McGrath | Mar 2019 | 1 |
| Steve Balmont | Jul 2019 | 3 |
| Jerry Cope | Jul 2019 | 1 |
| Michael Cutbill | Dec 2019 | 1 |
| Douglas Denham St Pinnock | Feb 2020 | 2 |
| Hilary McCallion | Mar 2021 | 2 |
| Mee Ling Ng | Mar 2021 | 2 |
| Duncan Brown | Jul 2021 | 1 |
| Peter Fidler | Jul 2021 | 1 |
| Jeremy Parr | Jul 2022 | 1 |

Additionally, Rob Orr has been appointed as a co-opted member of the Audit Committee to serve a four year term from 1 February 2019 and attended his first committee meeting on 5 February 2019.

Under the Standing Orders the Board has agreed that there shall be up to 13 independent governors.

Five governors' terms end in 2019 with two eligible for re-appointment:

- Shachi Blakemore and Kevin McGrath have confirmed they will not be standing for re-appointment due to work commitments and will stand down from their roles on 31 March 2019 having served one term each.
- Michael Cutbill is eligible for re-appointment in December 2019 following his first term.
- Steve Balmont is due to retire in July 2019 after serving an additional third term and is not eligible for re-appointment.
- Jerry Cope has been re-appointed as independent governor and, to run concurrently with his term, as Board Chair with effect from 1 August 2019.

The Chair aims to recruit at least three independent governors to join the Board in the first half of 2019.

Board skills and diversity matrix

The Board's skills and diversity matrix is attached (its approach will be reviewed in the governance effectiveness review later in 2019). The committee is requested to note the skills and diversity matrix and that the Chair has identified areas of focus for the current recruitment round.

Recommendation

The committee is requested to note the Board's current composition and diversity as background to the independent governor recruitment paper.

Professional skills (Collective)

| Skill Area | Description | JCO | DB | MC | DDSP | PF | HM | MLN | JP | Total | Desired total | On target? |
|------------|-------------|------|------|------|------|------|------|------|------|-------|---------------|------------|
| | | 2019 | 2021 | 2020 | 2021 | 2021 | 2021 | 2021 | 2022 | | | |
| | Term ends | 2019 | 2021 | 2020 | 2021 | 2021 | 2021 | 2021 | 2022 | | | |
| | Term | 2 | 1 | 1 | 2 | 1 | 2 | 2 | 1 | | | |

Essential Skills that all governors should possess

| | | | | | | | | | | | | |
|-------------------------------|--|---|---|---|---|---|---|---|---|---|-----------|---|
| Strategy | Ability to think strategically and identify and critically assess strategic opportunities and threats and develop effective strategies in the context of the strategic objectives of LSBU and relevant government policy | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 8 | All govts | ● |
| Policy Development | Ability to identify key issues for LSBU and develop appropriate policies to define the parameters within which the organisation should operate | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 8 | All govts | ● |
| Financial Performance | The ability to analyse key financial statements | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 8 | All govts | ● |
| | The ability to critically assess financial viability and performance | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 8 | All govts | ● |
| | The ability to contribute to strategic financial planning | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 8 | All govts | ● |
| | The ability to oversee budgets and the efficient use of resources | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 8 | All govts | ● |
| | The ability to oversee funding arrangements and accountability | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 8 | All govts | ● |
| Risk and Compliance oversight | Ability to identify key risks to the organisation in a wide range of areas including legal and regulatory compliance and monitor risk and compliance management frameworks and systems | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 8 | All govts | ● |
| Executive management | Exeption at an executive level including the ability to appoint and evaluate the performance of the CEO and the senior executive managers | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 8 | All govts | ● |

Essential Skills for the Board to possess but not required of every governor

| | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Corporate Governance | Knowledge and experience in best practice corporate governance structures, policies and processes (particularly in the not-for-profit context). | 1 | 1 | | | | | 1 | 1 | 4 | 4 | ● |
| Qualifications | Qualifications and experience in accounting or finance | | 1 | | 1 | | | | | 2 | 3 | ● |
| | Qualifications and experience in the legal profession | | | | | | | 1 | 1 | 1 | 1 | ● |
| Human Resources | The ability to oversee strategic HR management including workforce planning and employee and industrial relations | 1 | | | | | | 1 | | 2 | 3 | ● |
| Commercial Experience | A broad range of commercial/business experience | 1 | | 1 | 1 | | | | 1 | 4 | 5 | ● |
| Public sector / not for profit experience | A broad range of experience in the public or not-for-profit sectors | | | 1 | | | 1 | 1 | | 3 | 2 | ● |
| Entrepreneurship | Demonstrable track record as a successful entrepreneur | | | | | | | | | 0 | 0 | ● |
| Education | Knowledge, experience and networks in higher education | 1 | | | | 1 | 1 | | | 3 | 3 | ● |
| | Knowledge, experience and networks in education | | | | | 1 | 1 | | | 2 | 2 | ● |
| Estates management | Experience in developing estates strategies and managing estates projects | | | | | | | | | 0 | 1 | ● |
| Community links | Links to LSBU's local community | | | | | | 1 | 1 | | 2 | 1 | ● |
| Health | Knowledge and experience in health and networks in health and the NHS | 1 | | | | | 1 | | | 2 | 2 | ● |
| Digital | Knowledge and experience in the digital economy | | | | | | | | | 0 | 1 | ● |
| International | Knowledge and experience of international business | | | | | | | | | 0 | 1 | ● |
| Audit | Knowledge of external audit functions and experience of external audit role | | 1 | | 1 | | | | | 2 | 2 | ● |
| | Knowledge of internal audit functions and experience of internal roles - financial controller / Finance Director | | | | | | | | | 0 | 1 | ● |

Diversity of the Board of Governors 2019

Gender

| | Male | Female | % Male | % Female |
|-----------------------|----------|----------|------------|------------|
| Independent Governors | 6 | 2 | 75% | 25% |
| Internal Governors | 3 | 2 | 60% | 40% |
| Total | 9 | 4 | 69% | 31% |

Ethnicity

| | White | BME | % White | % BME |
|-----------------------|----------|----------|------------|------------|
| Independent Governors | 7 | 1 | 88% | 13% |
| Internal Governors | 2 | 3 | 40% | 60% |
| Total | 9 | 4 | 69% | 31% |

Age

| | 18-29 | 30-39 | 40-49 | 50-59 | 60+ | % 20-29 | %30-39 | %40-49 | % 50-59 | %60+ |
|-----------------------|----------|----------|----------|----------|----------|-----------|-----------|------------|------------|------------|
| Independent Governors | 0 | 0 | 0 | 3 | 5 | 0% | 0% | 0% | 38% | 63% |
| Internal Governors | 1 | 1 | 2 | 1 | 0 | 20% | 20% | 40% | 20% | 0% |
| Total | 1 | 1 | 2 | 4 | 5 | 8% | 8% | 15% | 31% | 38% |

| | |
|------------------|--|
| | CONFIDENTIAL |
| Paper title: | Independent governor recruitment |
| Board/Committee: | Nomination Committee |
| Date of meeting: | 14 March 2019 |
| Author(s): | Askari Jafri, Governance Officer |
| Sponsor(s): | Jerry Cope, Chair of the Committee |
| Purpose: | For Approval |
| Recommendation: | The committee is requested to approve a shortlist of candidates to interview for appointment as independent governors. |

Executive Summary

In late 2018 LSBU commissioned Audeliss to assist with the recruitment of independent governors for the Board to plan for the potential departures of a number of independent governors.

As set out in the previous paper there are four governors leaving the Board by the end of July 2019. Based on their departures and the current Board skills matrix (please see previous paper), Audeliss have been appointed to search for candidates with audit, international, business or digital skills and experience. In addition, Kevin McGrath has recommended two property experts as potential successors to him.

Audeliss provided a longlist of 14 candidates in January 2019 (appendix 1) and following discussion with the Chair 9 candidates have been prioritised (as well as 1 candidate from LSBU's networking connections).

Audeliss also considered applications from 18 candidates but this list has not met the criteria and has not been included.

There were 29 rejected candidates who were approached by Audeliss but were not interested in the role.

The Chair has conducted informal telephone conversations with each of the candidates and his assessment of the candidates against the Board's current priorities is below:

| | Property | Digital | International | Audit / Risk | Motivation | HE knowledge |
|--|----------|---------|---------------|--------------|------------|--------------|
| Alan Howarth | 0 | 2 | 2 | 1 | 1 | 1 |
| Angela Roberts | 1 | 0 | 1 | 0 | 1 | 0 |
| David Crowley* | 2 | 0 | 0 | 0 | 1 | 1 |
| Diana Hiller | 0 | 0 | 1 | 2 | 1 | 0 |
| George Quigley | 0 | 2 | 1 | 2 | 2 | 0 |
| John Cole | 0 | 0 | 1 | 2 | 2 | 0 |
| Justine Stephenson | 0 | 0 | 0 | 1 | 2 | 2 |
| Mark Lemmon | 1 | 0 | 2 | 1 | 2 | 1 |
| Rashda Rana | 0 | 0 | 2 | 1 | 1 | 0 |
| Vinay Tanna | 0 | 1 | 2 | 2 | 2 | 1 |
| <i>*Not an Audeliss recommendation; recommended by Kevin McGrath</i> | | | | | | |
| Key | | | | | | |
| 0 | Limited | | | | | |
| 1 | Good | | | | | |
| 2 | Strong | | | | | |

The following candidates were identified by Audeliss as potential candidates. They are currently being held in reserve:

- Andrea Bianchi
- David Rowlands
- Ehsan Razavizadeh
- Fola Komolafe
- Mike Newton

Interviews

The next step is to interview the prospective candidates with an interview panel of:

- Jerry Cope (Chair of the Board)
- Professor David Phoenix (Vice Chancellor)
- A member of the Nominations Committee [*and/or a student governor*]

The interviews are currently planned to take place on 22, 28 and 29 March 2019 facilitated by the Governance team. Appointment of the selected candidates will be confirmed shortly after with approval by the Appointments Committee.

The Committee is asked to note LSBU's commitment, under its Athena Swan submission, to gender-balanced shortlists.

Recommendation

Based on the skills matrix and having regard to the diversity of the Board the committee is requested to:

- Shortlist from the 10 candidates above for interview;
- Note the Audeliss candidates held in reserve.

The committee is requested to approve a shortlist of candidates to interview for appointment as independent governors.

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Private & Confidential

London South Bank University Independent Governor

Assignment Update Report

Wednesday, 13 February 2019

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| – George Quigley | 45 |
| – John Cole | 52 |
| – Justine Stephenson | 56 |
| – Mark Lemmon | 59 |
| – Mike Newton | 63 |
| – Rashda Rana SC | 66 |
| – Vinay Tanna | 75 |

Recommended Applicants

| Name | Current Employment | Notes |
|-------------------|--|--|
| Alan Howarth | Non-Executive Director & Chairman | Substantial experience as a Non-Executive Chairman and Director of Fully Listed, AIM and private companies, nationally and internationally. Wide business sector experience with deep knowledge of Technology, Professional Services, Retail and Health with a strong IT focus. |
| Andrea Bianchi | AB Leadership Director | A global executive with a complete business management experience gained by working in Italy, US, Spain and the UK. |
| Angela Roberts | Sage Non-Executive Director | High performing executive corporate lawyer with in-depth knowledge of international regulatory compliance and legal risk management for EMEA and US businesses. Non-Executive board director and independent advisory panel member. |
| David Rowlands | Hertz Managing Director, UK | A GM/COO with expertise in the profitable growth and transformational operational change of complex multisite organizations trading nationally and internationally in the FMCG, Retail, B2B and B2C sectors. |
| Diana Hillier | PwC Retired Partner | A recently retired professional services Partner at PwC with a deep expertise in audit, reporting and regulations at an international level. Considerable leadership and governance experience, with global roles relating to excellence in auditing and the future of assurance, and as Deputy Chair of the International Auditing and Assurance Standards Board (IAASB). |
| Ehsan Razavizadeh | Worshipful Company of World Traders Liveryman and Member, Education and Charity | An outward-looking leader with strong track record of building and overseeing successful businesses as an executive and entrepreneur. Strategic, commercial and innovative mindset with experience of corporate, charity and public sectors in different countries including UK, UAE and Germany. Extensive knowledge of government and NGOs, financial services, business and management education. |
| Fola Komolafe | Indisys Business Solutions Managing Director & Strategic Consultant | A seasoned professional with over 30 years' experience driving business performance, success and profitability across various sectors including financial services, professional services, higher education, information technology and international development. |

| Name | Current Employment | Notes |
|---------------------------|---|--|
| George Quigley | Foulkon Exploring Non-Executive Director Opportunities. Director | Chartered Accountant with over 20 years' experience. A Governance, Risk and Compliance specialist, with extensive experience in technology risk. I have a proven track record of providing advisory services to large and complex businesses across a number of sectors including financial services. |
| John Cole | EMEIA Partner | Recently retired after 30 years as a transactions partner at EY, 15 in Financial Services. Experience of Audit and Risk committees. |
| Justine Stephenson | Association of Litigation of Funders of England & Wales General Counsel | Experienced Non-Executive Director in the public sector. Commercial lawyer with experience working in the City, in house and in Public Private Partnership. |
| Mark Lemmon | Director | Executive Vice Chairman / Chief Executive of successful infrastructure equity fund for Middle East, North Africa region. Senior Banker: built and managed very successful structured financing businesses for the HSBC Group. |
| Mike Newton | Somerset Road Education Trust Chairman | Over 40 years of experience within Financial Services. |
| Rashda Rana SC | Barrister and Arbitrator | Extensive experience in international legal practice gained across UK, Europe, Australia and the Asia Pacific region. She has worked as counsel in a number of international jurisdictions including London, Australia, New York, Paris, Milan, Brazil, Hong Kong, Singapore, Malaysia and China on both litigious and arbitrated matters. |
| Vinay Tanna | Diageo Former Group Head of Global Business Development | A Non-executive Director of Copalli Rum Co, a US start-up, and the former Group Head of Global Business Development for Diageo plc. |

ALAN HOWARTH
Curriculum Vitae

Summary

Substantial experience as a Non Executive Chairman and Director of Fully Listed, AIM and private companies, nationally and internationally;

Wide business sector experience with deep knowledge of Technology, Professional Services, Retail and Health with a strong IT focus;

Unrivalled global network of senior level executive contacts in both public and private sectors,

Innovative, pro-active Board team builder with strong business development background use to motivating and mentoring CEOs;

Demonstrable experience of Revenue and Profit enhancement driving business executives to achieve greater shareholder value. Substantial turn round experience;

Current detailed experience of City transactions: acquisitions, funding, integration, exit including trade, PE and flotation;

Vast experience of appropriate corporate governance including chairmanship of Board, Audit and RemCom in public and private concerns.

Current Non Executive Appointments:

Non Executive Chairman, June 2008 to date

Cerillion Plc

With offices in London and Cambridge and a global solutions centre in Pune, India, Cerillion is a well-established, profitable global provider of mission critical convergent billing and CRM applications to the global telecoms market. Cerillion's customer base includes large operators such as Cable & Wireless, MTN, Airtel, M2 Group, Truphone etc. The company also has a number of customers outside the telecoms space including companies in financial services and utilities. Cerillion became an AIM listed company in March 2016.

Non Executive Chairman, July 2017 to date

Cyberfort Group Ltd

The Cyberfort Group brings together leaders in the field of data security. It protects, detects, advises and shields its clients with end-to-end security that can adapt and evolve as the risk and regulatory landscape changes. The group has acquired several entities including one of the best known physical security businesses (the Bunker) and three of the most advanced cyber related companies which together are integrated into the Cyberfort Group. Owned by Palatine Private Equity the Group is set to be one of the major forces in its field of expertise.

Non Executive Director, February 2015 to date

Premier Technical Services Group PLC

PTSG is the UK's leading niche specialist provider, offering a range of industry-leading services across its four divisions: Access & safety; Electrical Services, High Level Cleaning and Training Solutions. An AIM listed company with offices in numerous sites across the UK it is a highly acquisitive company intent on dominating its selected sectors. Turnover exceeds £50m.

Previous Non Executive Appointments:

Chairman, January 2014 to October 2018

Essentia (ETL) Ltd

ETL is an independent consulting business offering a wide range of services including Healthcare Planning, Property, Capital Development, Sustainability and Technology. Its principle clients are in Health both in NHS and the private sector. A significant proportion of its activities are international in the Middle East, Far East and Australia. It is a wholly owned subsidiary of Guys and St Thomas' NHS FT. Established in 2014 on my joining, the Company now turns over £9m returning a 15-20% return to its shareholders and is cash sustainable.

Non Executive Chairman, January 2004 to July 2017

MPL Systems Ltd

MPL Systems is an award-winning provider of omni-channel contact centre, customer engagement CRM and field management software. It designs and delivers innovative contact centre and field service technology to numerous national and international clients including Aviva, Provident and Kuoni. Originally a contact centre service company the assets of which were sold in 2013 MPL Systems has now been acquired by IFS, a Swedish multinational.

Non Executive Chairman, September 2013 to January 2016

Selection Services Ltd

Selection Services has over 20 year's experience providing organisations with managed IT solutions. The company has developed into a leading supplier of IT services providing professional, flexible and reliable IT support, fully managed IT services, bespoke IT project delivery and expert strategic technical advice. With over 500 clients in the UK and internationally it is headquartered in Bromley. The company was sold to CSI an AIM listed company in December 2015.

Non Executive Chairman, January 2014 to date March 2015

Dr Foster Intelligence Ltd

Founded some 15 years ago Dr Foster Intelligence is the leading provider of healthcare information and benchmarking solutions in England and increasingly throughout the world. DFI works with clinicians, healthcare managers and leading academics to develop clinically-focused performance metrics, and facilitate positive change through the use of meaningful, accessible and robust analytical insight. Based in London with offices in Nottingham, New York, Sydney etc. Investors include PE firms and Dept of Health.

Acting as the sole Corporate Adviser I conducted the entire sales process through auction, due diligence by three short listed potential corporations progressing to exclusivity, SPA, signing and closing. Very happy investors, delighted staff and a jubilant acquirer in Telstra, the Australian telecom corporation.

Non Executive Chairman, March 2012 to February 2014

WTG Ltd

WTG was founded in 1994 when the company was known as Hyperlink. In 2000 it was acquired by Cable & Wireless and in 2007 became an independent company following an MBO. WTG is a specialist systems integrator delivering secure information solutions, secure collaboration, intelligence management and other web based applications to the public and private sectors. Investors include Samos Investments and DTI Capital, a New York based PE firm. Company was in a difficult and challenging position when I joined. Management has now been replaced, staff re-energised, sales network re-established, finances stabilised and future business strategy determined and assured.

Chairman, May 2006 to April 2014

CRF Inc

CRF Inc is the leading global provider of eDiaries and wireless data collection solutions for the Pharmaceutical industry. The variety and sophistication of tools enables complex clinical trials to be conducted with greater flexibility than any other ePRO solution. With offices in the United States, Finland, South Africa and UK it operates worldwide with extensive presence in China and the Far East. Having lead a change in Board Executives in 2009, in the last four years it's Revenue have grown from Euro 8m to 55m in 2013 and from a loss to an EBITDA of 29%. Prime investors have included 3i, Nordic Venture Partners and Smac Partners and are now principally Verdane Partners and the original founders.

Having been Executive Chairman for over 7 years I initiated my rotating off helping select a new Non Executive Chairman

Non Executive Director, January 2007 to July 2017

Chamberlin plc

Consisting of three foundries in Walsall, Leicester and Scunthorpe plus two engineering companies in the Midlands Chamberlin has been established 125 years. Revenues are £40m and 70% of its products are exported. An AIM listed company I am rotating off at the AGM having served as RemCom Chairman for over 10 years.

Non Executive Chairman, June 2010 to September 2013

Peabod LegalOffice Ltd

Peabod provides legal solutions to high street law firms throughout the UK with offices in England, Wales, Scotland and Northern Ireland. Headquartered in Hampton it designs and develops common legal forms and processes used in everyday transactions eg property, wills, compliance etc. The firm established some 10 years ago has over 23% of the UK market. Exit to an Australian company was successfully achieved in September 2013.

Non Executive Chairman, December 2011 to September 2012

8 Solutions Ltd

8 Solutions specialises in deep cleaning and decontamination of data centres both nationally and internationally. It has conducted over 90,000 operations in many of the world's largest organisations, including the majority of the FTSE 100. Established in 1991 it has the largest number of professional technicians in the sector and is renowned for its quality and capability. Acquired by Sovereign in 2011 it has undergone a major strategic review and is now positioned for its next step as the division of a much larger FM supplier. This was a turnaround position.

Deal Chairman, June 2011 to November 2011

AppDNA Ltd

AppDNA is a leading specialist in Application Migration and Compatibility Software for such organisations as Boeing, Barclays, Excon Mobil etc helping them to manage the thousands of applications they run. Based in London with operations in Chicago, Paris and Sydney, it featured in the Sunday Times Tech Track 100 in September 2011. Brought in by the institutional investors, Matrix and Foresight and management to directly manage the exit process, it was sold to Citrix Systems Inc for circa \$92m in November at a multiple of 6 times Revenue. Investors realised approximately 32 times the original investment.

Non Executive Director, June 2010 to January 2013

Covalent Software Ltd

Founded in 2003, Covalent Software has grown into the UK's leading Performance and Risk Management software vendor, with a particular strength in the public sector. Covalent's suite of applications now services Corporate Performance Management, Employee Performance Management and Staff Appraisals, Risk Management, Governance and Compliance. Founded by Peter McHugh, CEO who remains the largest shareholder, YFM are also significant investors in the company.

Non Executive Chairman, October 2009 to December 2010

BIW Technologies Ltd

BIW's principle activity is the development and exploitation of commercial software applications to support the successful delivery of capital projects and programmes of work throughout Europe, the Middle East and North America. Delivered as a SaaS model its systems integrate people, process and systems, reducing project risk, underpinning compliance and generating data to support the lifecycle of capital assets. Trade sale to a German company was finalised in December 2010..

Non Executive Chairman, January 2004 to November 2010

Pharmacy Initiatives plc

Created as a trading vehicle by Alliance Boots, the Pharmacy Initiative Series of Companies consists of numerous chemists outlets collected into various EIS companies. Turnover for each was in the region of £5m and all of them trade profitably. Exit has now being undertaken.

Non Executive Chairman, April 2008 to April 2010

Sift Ltd

Sift is one of the UK's leading online publishers and provider of ebusiness solutions to UK Accountancy firms, publishers, membership bodies, not-for-profits and the public sector through Its Sift Media (www.siftmedia.co.uk), PracticeWEB (www.practiceweb.co.uk) and SiftGroups (www.siftgroups.com) business units. Based in Bristol, it has 110 staff in the UK and US. Its strategic plan was to separate it into four distinct divisions with a view to exiting as a whole or individual operating unit. This has now been progressed satisfactorily. Prime investors are Spark Ventures and Elderstreet Investments.

Non Executive Director, July 2003 to April 2010

AMTEC Consulting plc

AMTEC is an independent advisory consultancy that helps all types of public sector clients realise benefits from their investment in business and information systems enabled change through consulting, consulting resources and interim management services. The business consists of around 50 staff with circa 200 associates. Revenue in 2009 was £32m. It was positioned for sale in 2009 and acquired by Keane, a US based IT services firm for a very favourable sum in April 2010. The Board consisted of father, son and me.

Chairman and Non Executive Director, October 2007 to July 2009

Adili plc

Adili is an ethical, online fashion retailer offering a range of clothing and fashion accessories. Formed in 2006 the company was successfully floated on AIM in December 2007. It's focus is on the two fashionable business drivers: online retailing and "ethical and beautiful" It has now been sold to a much larger retailer.

Non Executive Chairman, May 2005 to September 2008

Highams Group plc

Highams is an AIM listed IT recruitment company, specialising in the insurance, investment management and financial services sectors. It acquired further recruitment operations and consolidation lead to substantial growth. An exit strategy was agreed and effected successfully. It continues to trade successfully under new ownership.

Non Executive Director, October 2007 to June 2008

Cast Software SA

Cast is a world leader and pioneer in Automated Application Intelligence software, providing the metrics and information IT executives seek to measure and control the technical quality of business applications. Founded in 1990 it has revenues of Eur 32m, employing some 250 people principally in Paris though the Chairman & CEO, Vincent Delaroche is based in New York.

Non Executive Director, January 2007 to December 2007

Drax Executive Search Ltd

Engaged with international executive search firm as a Non Executive Director to assist them with entry into the Non Executive market place. Established the strategy and devised an active marketing plan to enable the executive search consultants to win jobs and successfully discover suitable senior executives and partners in a multitude of sectors.

Non Executive Chairman, August 2003 to April 2008

Gresham Computing plc

Gresham is a Fully Listed company headquartered in the UK with offices in North America, Australia, Asia and Europe. It is one of the leading suppliers of systems and integration technology primarily to the finance and banking sector. Its primary focus is the delivery and support of RTN. It also has considerable multi-sector systems capabilities and several products in the storage market place.

Non Executive Director, March 2003 to July 2006

MacLellan Group plc

An AIM listed facilities management provider to major corporate organisations particularly in property and retail. The Board agreed in 2006 to the company's acquisition by Interserve plc, a FTSE 250 company for £120m. In my three years as Non Executive Director turnover and EBITDA substantially enhanced respectively to £233m and £13m. Chairman was Bob Morton, CEO John Foley

Chairman, January 2003 to July 2009

Royal Surrey County Hospital NHS Trust

Turnaround of an ill performing hospital (income of £200m, staff of 2,700) to one of the leading general hospitals in the country. Clinical performance now consistently exceeds targets and the A&E facilities are independently assessed as one of the top in England. It's financial position improved progressively over the period from a deficit of £11m to a constant annual profit. It achieved Foundation Trust status in 2009.

Other Non Executive/Advisory Involvement:

Change Management Group

Tern plc

Servelec

FVR

Griffiths & Nielsen

Previous Executive Experience:

September 1999 to December 2002 Managing Director, Compass Management Consulting

Managed the UK & Benelux company which is the flagship of this international company. Turnover exceeded \$100m with 350 people. Specialising in fact based consulting the company expanded in the above three years to be one of the top six UK advisory consultants. Personally determined and lead from the front the change in business strategy establishing the brand, quality, resource and performance of the company.

December 1983 to July 1999

Partner, Ernst & Young

Partner responsible for the sales and delivery of consulting assignments to the firm's key and international accounts directed from the UK. Primarily focussed on the retail, distribution and manufacturing business sectors with a strong client reputation for providing innovative and cost effective solutions. Previously responsible at various times within the firm for the Far East, Middle East practice and the East European operation and was principal in founding the UK Management Consulting practice. Retains strong association with the accounting firm of Ernst & Young, its partners and clients. Current member of the Advisory Council. Judge of the Entrepreneur of the Year awards.

August 1981 to December 1983

Group COO/CIO John Swire & Sons

Based throughout China and the Far East responsible for determining and monitoring the Business Performance Plans including the IT Strategies for 84 companies in diverse business sectors eg retail, manufacturing, utilities, tourism, financial services etc for the joint operating venture between John Swire & Sons and BTR.

July 1979 to August 1981

Commercial Services Manager, Hewlett-Packard

Originally joined as the Management Services Manager of this multi-technology company as it developed its computer hardware division in the UK. With the explosion in growth was promoted to the Senior Executive role of managing the pre and post sales operation introducing significant changes in processes and systems. Role appropriately geographically decentralised.

March 1972 to July 1979

Management Services Manager, Bass

Commenced in O&M and progressed to Management Services Manager in a period of 3 years. Introduced the first business application system into the company. Promoted to being one of the four executives directing the strategic and operational activities of over 2000 managed houses in the South East. Instrumental in creating the food division which included Toby Taverns and Vintage Inns.

Previous Non commercial interests:

Chairman, CFAB (Children From Across Borders)
Governor of Treloar's College
Chairman of the British Postal Museum & Archive
Council Member of the Strategic Rail Authority

Professional bodies:

Fellow of the Royal Society of Medicine (2006)
Member of the Institute of Directors (1999)
Member of the British Computer Society (1984)
Member of the Institute of Management Services (1971)
Member of the British Business Graduates Society (1970)
Tertiary studies in Business Studies and Commercial Law (Dip)
Qualified Management Consultant. Chartered IT Professional.

Personal details:

Born and brought up in Nantwich, Cheshire
Married to a Biology Teacher at Alton College.
Son is a Solicitor with Travers Smith in London

Social interests:

Travel and sport – golf (Old Thorns), football (Birmingham City) and cricket (Essex CCC)

ALAN HOWARTH
Supporting Statement

Dear Robert

Further to our recent conversation I would reconfirm my particular interest and accordingly attach my CV. I hope this identifies that I have extensive experience:

- in a top audit firm namely EY where I served as a partner for nearly two decades. My continuing business involvement brings me in contact with many audit firms;
- with current Non Executive leadership in numerous international technology companies, fully listed, AIM listed and private;
- globally, with numerous current business interests in China, Asia, India, Africa, United States etc;
- in education as a Governor in various charitable bodies eg Leadership Foundation for Higher Education, Treloars College.

As advised I have recently spun off a children's charity and would now delight in serving a university that is modern, progressive, ambitious and frankly London based.

I look forward to hearing from you.

Best regards

Alan Howarth

ANDREA BIANCHI
Curriculum Vitae

PROFILE SUMMARY

A global executive with a complete business management experience gained by working in

- all key functions and senior roles in Marketing & Sales
- a general management role with full P&L responsibility
- 4 different, highly competitive and sophisticated countries: Italy, US, Spain, UK
- the global headquarters of a complex blue chip company with a classical matrix responsibility
- B2C in different FMCG categories (personal care, household cleaning, consumer health, dairy, fruit beverages, bakery) and channels (modern trade, traditional trade, grocery, non-grocery, pharmacies, HORECA)
- B2B with Asset management in different sectors (private clubs, public authorities, hotels, health, corporate, education, military)
- the Digital business
- several organizations with different cultures, values and ownership structure

CAPABILITIES

Consumer, Shopper and End User understanding, marketing strategy development, omnichannel strategy, business plan development, product development, media and copy development, 4P's/3D's strategy and execution, category management, Customer understanding, customer/channel strategy development; business and Customer relationship building, Customer management, Customer Service, asset Management, distributor management, planning and monitoring, effective selling and negotiating, strategic planning, tender management, asset management, finance – P&L management, people management and development.

CAREER HISTORY

- **AB Leadership Solutions, Director, London, UK** **2016 to present**
 - Advising on top and bottom line growth through business model innovation, portfolio strategy, better value propositions, go-to-market strategy, effective ways of working, marketing & sales capabilities improvement, leadership and coaching. Non-Executive roles. Interim roles
 - **Mibelle Group – Migros** Jun 2018 – Jan 2019
 - A full-service customer brand manufacturer: \$ 500 million NR
 - **Head of Business Unit Personal Care, Bracknell, London, UK**
 - The BU NR is about \$ 60 million and 30 people
 - Key areas of responsibility: Marketing & Sales for UK and International
 - Key Customers: Boots UK, Asda UK, Muller Germany, Clicks South Africa, Nahdi Saudi Arabia, Vita Norway, Distributors
 - Key achievements:
 - Restructured the Team
 - Developed 2019 Plan
 - Developed 3Y Innovation Plan
 - Defined Key Brands Digital Strategy (Web, SEO, PPC, Social Media, Digital ADV, E-commerce)
 - **Shopfully Group - Doveconviene** Sept 2016 – Mar 2017
 - An international Digital Media company influencing the Shopper behavior from planning to purchase: \$ 30 million NR, 20 million Users

- **ITALY Managing Director, Milan, Italy**
 - Key Customers: all key Italian Retailers, all key Brands in most of the sectors
 - Key achievements:
 - Revenue growth: +60%, + \$ 5 million

- **Technogym** **Nov 2011 – Dec 2015**
 - The company is leader in the health & fitness sector with a global NR of about \$ 600 million. It sells Equipment, Digital solutions and After Sales Services to several sectors: private clubs, public authorities, hotels, health, corporate, education, military
 - **UK Managing Director, Bracknell, London, UK**
 - The country NR is about \$ 100 million and it has about 200 employees
 - Key Customers: Virgin Active, Bannatyne's, GLL (Better), Nuffield, Harrods
 - Key achievements:
 - Delivered sustainable profitable growth in though economic and competitive conditions:
 - Revenue +20% in 4 years, 4Y CAGR: +4,5%
 - Profit: +65% in 4 years, 4Y CAGR: +13%
 - Laid the foundations for long term high performance: 3 Year Plan development and implementation, business governance introduction, go to market definition, Logistic and D&I Improvement, B2C customer care improvement, sales incentives improvement, forecasting improvement, sales tenders improvement

- **Reckitt Benckiser, HQ, Slough, London, UK** **Sept 2005 – Jul 2011**
 - The Company NR is about \$ 15 billion. The main brands are: Finish, Vanish, Air Wick, Dettol, Lysol, Cillit Bang, Harpic, Calgon, Woolite, Nurofen, Gaviscon, Sprepsils, Lemsip, Mucinex, Veet, Clerasil, Durex, Scholl
 - **Global Sales Development Director Trade Investment & Sales capabilities** Jan 2009 – Jul 2011
 - Key areas of responsibility: Trade Investment Optimization, Sales Best Practices Implementation, Sales Capability Development
 - Key achievements:
 - Developed a complex and very successful global project (STORM – Act Now) to improve Trade Investment by implementing sales best practices into the business (%TI/NR reduced of 200 bpts and above plan)
 - Developed a global tool to assess sales capabilities consistently and quantitatively
 - Developed new sales training programs customized to RB with excellent feedback and results (Top To Top Meeting, Customer Management, Category Management, Negotiation, Distributor Management, 4P's/3D's Execution)
 - **Global Trade Marketing Director Surface Care & Germ protection** Sept 2005 – Dec 2008
 - The Category NR is about \$ 2.500 million. The main brands are: Dettol, Lysol, Cillit Bang, Harpic, and a few regional jewels
 - Key areas of responsibility: Success Models development and implementation (4P's test plot for market validation, 4P's strategy development and execution), Entry Models development and implementation, Best Practices identification and roll-out, New Product Development (4P's strategy, launch plans, successful execution), Category Vision Development, Trade Investment Optimization
 - Key achievements:
 - double digit NR growth above plan
 - 200 bpts Trade Investment improvement
 - Dettol and Harpic brand successful geographical extensions (Entry Model

development and implementation)

- Cillit Bang fast and successful global roll-out (Success Model development and implementation)
- 4P's execution KPI's improvement in key countries
- Surface Care Vision development and implementation

- **Parmalat**

Mar 2000 – Aug 2005

- The group NR is about \$ 6 billion
- **Marketing Director Spain, Madrid** Jun 2003 – Aug 2005
 - The Spanish business is about \$250 million. The main brands are: Clesa, Letona, Cacaolat, Royne, Santal and Parmalat.
 - Key achievements:
 - Successfully launched Santal global brand in the HORECA Channel.
 - Launched the international Santal TOP mix in the Grocery Channel.
 - Launched the Activ-Soja Clesa cross-category brand in the Grocery Channel.
 - Contributed to the Group restructuring Plan within the core team working with the company's advisors (Mediobanca, Lazard, PWC and AT Kearney).
- **Sales Director, Bakery North America, Bolingbrook, Illinois, USA** May 2002 – May 2003
 - National Sales Responsible of Mass-Merchandisers (Wal*Mart, Target, Kmart), Club Stores (Cotsco, Sams, BJ's), Discounters, Drugs, Convenience and Vending. An underdeveloped business of \$30 million with a potential of \$120. Total business is about \$ 500 million.
 - Key achievements:
 - Developed a 3 years Business Development Plan.
 - Developed 2 special cross-category projects for breakfast/snack on-the-go by leveraging synergies within Parmalat North America Corporation.
 - Increased sales by 20%
 - Improved channel profitability
- **Strategic Planning Director, Bakery North America, Bolingbrook, Illinois, USA** Nov 2001 – Apr 2002
 - North America Bakery business is about \$500 million.
 - Developed the overall positioning for the business together with the supporting execution strategies.
 - Assessed opportunities to integrate international Parmalat products into North American market.
- **Marketing Manager Morning goods and snacks Italy, Collecchio (PR)** Mar 2000 – Oct 2001
 - The business is about \$100 million
 - Key achievements:
 - Successfully launched 3 products: Pokemon snack, Muffin platform (Chocolate Chips, Chocolate) and snack platform (Praline').
 - Developed a new i360 communication plan that achieved a great result in terms of awareness (90%) and effectiveness in boosting sales.
 - Successfully managed the sponsorship of Parma football team.
 - Developed a very successful consumer in-pack promotion for Kids with Nintendo (Pokemon) that doubled our value market share.
 - Overachieved yearly targets.
 - Value growth: +50% actual vs. 30 target.
 - Profitability increase: 35% actual Gross Margin vs. 29, \$4 million.

- **Unilever, Home & Personal Care, Milan, Italy** **Jan 1996 – Feb 2000**
 - The division NR is about \$ 500 million.
 - **Category Trade Manager Hair, Skin, Personal Wash, Deodorants and Fragrances** Mar 1998 – Feb 2000
 - Key achievements:
 - Successfully lead the internal cross-functional business team who managed the activity plan for the category (R&D, Supply Chain, Marketing, Trade Marketing, Sales).
 - Successfully run and implemented an 8-steps category management project with a national chain.
 - Developed new and effective displays for in-store promotions.
 - Defined an effective portfolio promotional strategy for Dove brand.
 - Successfully launched Dove Deodorants (10% Market Share), Dove liquid soap (5%), Dove shower (7%), and Dove body cream (13%).
 - Successfully created a yearly in-store event for Dove brand.
 - Successfully ideated an innovative and effective tailor-made charity promotion with an important Retailer
 - Achieved outstanding growth results: + 30% sales increase.
 - **National Key Account Manager** Jan 1996 – Feb 1998
 - Key achievements:
 - Delivered sales growth above targets.
 - Improved Channel and Customers profitability.
 - Reduced payment terms and financial exposure.
 - Reduced price conflict and sales across channels.
 - Introduced innovative and effective selling tools (i.e.: sample expos).

EDUCATION

- BA in Business Administration, Parma University, 1995.
- Subject/Major: Marketing.
 - Grade: 110/110 full honors.

LANGUAGES

- Italian (native).
- English (fluent).
- Spanish (fluent).
- Portuguese (advanced).
- French (intermediate).

PROFESSIONAL QUALIFICATIONS

- Certified General Accountant, 1995.
- Certified Internal Auditor, 1997.
- Italian Sommelier, 2015

STUDY GRANTS

- A stage offered by Parma District, summer 1988.
- An English Course offered by Malta government, summer 1991.

ANGELA ROBERTS
Curriculum Vitae

KEY SKILLS AND COMPETENCIES

- High performing executive corporate lawyer with in-depth knowledge of international regulatory compliance and legal risk management for EMEA and US businesses.
- Non-executive board director and independent advisory panel member.
- Analytical, pragmatic and commercial leader.
- Confident and effective communicator with internal and external stakeholders.

CAREER SUMMARY

2018-Current Non-Executive Board Director, Sage Housing Ltd

2017-Current Working Group Chair, FCA Financial Services Consumer Panel

2014 - 2016 Director Legal Services, Prudential Portfolio Management Group Ltd and Prudential Capital plc, members of Prudential plc Group

1999 - 2014 In-house and private practice lawyer for global firms in UK and US.

EXPERIENCE

FEBRUARY 2018 - CURRENT NON-EXECUTIVE BOARD DIRECTOR, SAGE HOUSING LTD
Sage is a part of the Blackstone Group and a provider of affordable and shared ownership housing across England.

- Responsible for setting the strategic direction, and the oversight of internal controls and risk management of the Company.
- Leading organization to deliver 20,000 new homes across the UK by 2020 through development partnerships.
- Audit and Risk Committee Member.

MARCH 2017 - CURRENT FCA FINANCIAL SERVICES CONSUMER PANEL
The Panel is an independent statutory body which advises the Financial Conduct Authority on how well its policy development takes account of the interests of consumers and the FCA's effectiveness as a conduct regulator.

- Chair of Working Group providing expert input on policy development and conduct regulation of asset management, insurance and pensions sectors. Responsible for strategic focus and management of the working group plan.

AUGUST 2014 – OCTOBER 2016 DIRECTOR LEGAL SERVICES, PRUDENTIAL PORTFOLIO MANAGEMENT GROUP LIMITED AND PRUDENTIAL CAPITAL PLC
PPMG is the Prudential Group strategy and asset allocation specialist. Prudential Capital plc is the Group Treasury function.

- Part of executive leadership team that reorganized PPMG into a stand-alone investment management business as part of a change transformation programme of insurance and fund management businesses in the Prudential Group.
- Designed and executed strategic initiative to set up legal function to provide in-house general and specialist legal services for fiduciary management business.
- Set the policies, procedures and operational processes for legal and regulatory

compliance, enterprise risk management and group compliance for the target operating model.

- Negotiated complex outsourcing, technology, trading and investment management contracts with major suppliers and partners.
- Managed legal budget and panel law firms.
- Identified as high performer within Prudential Group. Completed one-year leadership development programme and secondment to provide asset management business expertise to Internal Audit in developing audit strategy.

AUGUST 2009 TO JANUARY 2014

V.P. AND ASSOCIATE GENERAL COUNSEL – EMEA
PINEBRIDGE INVESTMENTS EUROPE LTD.

PineBridge Investments is a global asset management business.

- Part of senior leadership team that transformed AIG Investments EMEA business into PineBridge following 2008 crisis.
- Set up legal and regulatory compliance program for conducting private equity investments and global product distribution in Bahrain and across GCC.
- Audit Committee Member.

SEPTEMBER 2004 – JULY 2007

ASSOCIATE DIRECTOR – LEGAL SERVICES
HERMES PENSIONS MANAGEMENT LIMITED, LONDON

Hermes is the investment advisor and manager for the BT Pension Scheme.

- Led the legal, governance and oversight arrangements for the Scheme's alternatives asset class, including advising on its first allocation to hedge funds and commodities.

JANUARY 2004 – JULY 2004
INVESTMENT

LEGAL ADVISER (LOCUM), CAMBRIDGE PLACE
MANAGEMENT LLP, LONDON

- In-house counsel to start-up hedge fund manager distributing structured product investment funds to institutional and high net worth clients.

AUGUST 1999 – JULY 2003

CORPORATE ASSOCIATE, GOULSTON & STORRS, P.C,
BOSTON & LONDON

- Private practice lawyer working on cross border mergers and acquisitions, and corporate finance transactions.
- Pro Bono advisor to YouthBuild, U.S.A. and a charter school setting up in Boston.

QUALIFICATIONS

- Prudential Agility Executive Leadership Programme, Said Business School, University of Oxford, September 2015 – July 2016
 - Dual Legal Qualifications: Solicitor, England and Wales (Admitted, April 2006)
Members of Massachusetts, Bar (Admitted, November 1999)
Juris Doctorate, Northeastern University School of Law, Boston (November 1999)
 - Clark University, Worcester May 1995 - Bachelor of Arts *Magna Cum Laude*
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PRO BONO ACTIVITIES

- Board, Pensions and Lifetime Savings Association, Cost Transparency Initiative (Jan. 2019)
- FCA Institutional Disclosure & Fund Objective Working Groups (2018)
- Investment Association UK Funds Regime Working Group (Appointed, June 2018 – Current)

ANGELA ROBERTS
Supporting Statement

Audeliss
Attn: Robert Hitchings

Dear Robert

Please accept this as an expression of my interest for the position of Independent Governor for London South Bank University (LSBU).

I believe my international commercial experience will provide a unique perspective and valuable contribution to the governance and strategic development of LSBU as a top modern university. I am a leader in the financial services sector with more than 18 years' experience as in-house legal counsel and executive for global financial services firms. I have led change transformation in large institutions and concluded major business transactions across EMEA, US and Asia.

I have developed constructive relationships with a wide range of stakeholders in the private and public sector in my role as a non-executive director for a UK private company backed by a large US private equity firm, and an independent advisory panel member for the Financial Conduct Authority (FCA). My personal approach is to provide robust challenge to the executives and exemplary leadership by sharing my experience and keeping an open mind in order to understand the specific challenges faced by the business in its sector. As a member of the audit committee at Sage (and previously at PineBridge), I have experience overseeing internal controls for businesses with complex organisational structures.

As a lawyer, I am used to being analytical and able to take in large amounts of complex information to identify enterprise risks. I am qualified to practised law in the U.K. and in the U.S. which provides me with a valuable perspective on cross-border issues.

I regularly appear as an expert speaker within the financial services sector and have contributed to several working groups made up of a range of stakeholders representing the UK government, regulators, trade associations and business leaders brought together to devise solutions to challenging sector issues.

I also have a strong personal commitment for higher education. I believe it is a powerful tool for social mobility with the huge potential to provide young people from underprivileged backgrounds the opportunity to learn and gain professional qualifications for fulfilling careers. I am keen to use my experience to contribute to the development of a diverse workforce. It would be a privilege to have the opportunity to help LSBU achieve its objectives and to further develop my skills as a leader with LSBU.

Yours sincerely,

Angela A Roberts

DAVID ROWLANDS
Curriculum Vitae

A GM/COO with expertise in the profitable growth and transformational operational change of complex multisite organisations trading nationally and internationally in the FMCG, Retail, B2B and B2C sectors.

2015-2017 HERTZ UK – T/o \$360m division of HERTZ CORPORATION.

Managing Director, UK

Selected from outside the industry to position the organisation for a turnaround.

- Realigned the organisational structure providing clear targets and accountability, setting clear goals and objectives across the entire Senior Management Team.
- Re-organised the sales function and created clear account plans by segment, creating a platform for profitable growth, right-sizing the branch network from 156 to 136 sites.
- Exited the loss-making MoD and Swinton Insurance accounts, saving \$8.1m pa.
- Re-aligned the logistics saving \$1.8m pa in transporter costs.
- Re-aligned the fleet management and purchasing function, saving \$1m in costs.
- Reviewed and re-aligned the Public Liability and Property Damage insurance, saving \$7m in premiums year one.

2012-2015 ANTENNA INTERNATIONAL – A Private Equity owned, t/o \$64m technology, content and managed services provider to the world's artistic, historic and cultural institutions.

Senior Vice President (COO)

Selected for a new role to deliver profit growth of a stagnant P&L by improving operational structure and provide commercial leadership.

- Developed and led an enterprise wide organisational re-alignment of a long-standing team against a back drop of significant political resistance.
- Designed and implemented standardised global operating practises across 150 international locations serving 75m visitors annually, reducing servicing costs by 20%.
- Streamlined the HQ reporting and operating practises, reducing staff by 20% while increasing response time by 50%.
- Negotiated and secured a 30k device contract with the Vatican worth \$13.5m pa.
- Grew revenue from \$45m pa to \$63m pa, increasing EBITDA by 35% to \$6.5m.

2008-2011 SONY PICTURES – \$800m t/o subsidiary of SONY CORPORATION.

Vice President, International Retail Operations, EMEA and APAC

Headhunted to set and drive the strategic direction for International Retail Operations and to deliver operational improvements and sales growth.

- Created an industry leading centralised regional operations and inventory management function, reducing 10 regions to 2, improving product availability by 20% and sales revenue by \$2.8m pa.
- Established a standardised retail operating model, reducing overheads by \$1.2m pa.
- Spearheaded new business development models generating \$4.5m additional revenue.

- Led the creation of a Joint Venture, changing the operations model from fixed to variable costs, realising \$1m pa cost saving with revenue projected at \$500k pa.
- Grew the sales by 15% to \$160m pa in a market contracting by 20% pa.

**2002-2008 NBC UNIVERSAL INTERNATIONAL – T/o \$1bn division of GENERAL ELECTRIC.
International Retail Development Director**

Selected for a new role to set the strategic direction and take P&L responsibility for the VMI, CPFR, Category Management and new business development functions in EMEA and APAC.

- Defined and led the strategic execution for inventory, category and merchandising management across EMEA and APAC for the B2C and B2B2C retail operations.
- Led and project managed the migration and integration of 3 in house tools for VMI/Category Management into 1, saving \$500k pa.
- Worked with pan European retailers driving down inventory costs by \$1.3m pa.
- Led new business development in the UK market, creating \$4.5m pa. additional revenue.
- Set up a pan-Nordic Category Management function moving key customers from a rental to sell through strategy, creating \$1.5m pa additional revenue.
- Worked in partnership with major retail partners in EMEA and APAC on initiatives that created organic sales growth of \$25m pa.

1999-2002 TATE & LYLE EUROPE - A highly regulated division of TATE & LYLE.

2001-02 Demand and Planning Manager

Promoted to manage the three core sales plans to manage demand in a regulated context.

- Maintained 100% delivery across entire manufacturing and logistics operations.

1999-01 Category Manager

Chosen after a rigorous selection process for the newly created Category Manager position.

- Created the Category Management Relationship Strategy gaining Board sign-off.
- Championed and led the launch of 7 new products, generating £500k pa in revenue.
- Developed and led a CRM initiative, reducing call volumes by 50% and saving £150k pa.
- Led and developed joint Category Management with Sainsburys generating £3m pa.

1996-1999 WARNER HOME VIDEO INTERNATIONAL -T/o \$1.5bn division of TIME WARNER.

Selected for a newly created role to develop the non -UK EMEA business.

International Business Development Manager, Retail.

- Developed a new business model with Karstadt & Globus in Germany, decreasing stock holding by 20% and returns by 50%, saving \$450k pa while increasing sales by 45%.
- Led and managed projects with key retailers in Spain, Nordics and Holland saving \$150k pa in stock reduction and increasing sales by 35%.

1987-1996 ASDA STORES Ltd

1994-96 **Retail Systems Manager**

- Deployed on the team to design, beta-test and roll out a £20m IT transformation program.

1991-94 **Senior Sales Manager**

- Promoted to resolve stock challenges in a 45 checkout £41m pa t/o store.
- Promoted to transform an underperforming 35 checkout £28m t/o store.
- Promoted to lead a flagship £64m t/o store.

1987-91 **Manager**

Hired initially from college as a twilight manager and rapidly promoted on performance.

- Led a multisite, 53 checkout transformation and integration program after ASDA purchased the Gateway Stores.

QUALIFICATIONS

HND Business and Finance., Buckinghamshire University
Post Graduate Diploma Strategic Leadership and Management,

BTEC 2017-18

COURSES

Six Sigma Green Belt – General Electric (GE) In-house Training.
Internal Audit (Certified) – Campden & Chorleywood.

DAVID ROWLANDS
Supporting Statement

Dear Sir or Madam,

Please find attached my CV for the exciting role of Independent Governor at LSBU. I have the ability to be able to meet the time commitment of 15 to 20 as I am at the point in my career where I can choose what I do next and currently looking for my next career move (full time).

I believe I can bring significant experience gained on the commercial global market place gained across multi industries such as automotive, retail, entertainment, manufacturing and tourism and leisure at executive level.

A key part of each of my roles as been about building partnership with diverse organisations and cultures and I believe this would be very valuable to this role.

I look forward to discussing this opportunity further with you in due course.

Yours sincerely,

David Rowlands

DIANA HILLIER
Curriculum Vitae

Summary

A recently retired professional services Partner at PwC with a deep expertise in audit, reporting and regulations at an international level. Considerable leadership and governance experience, with global roles relating to excellence in auditing and the future of assurance, and as Deputy Chair of the International Auditing and Assurance Standards Board (IAASB). Comfortable with complexity and able to operate across borders and jurisdictions. Well received communication skills, whether setting out a position, or delivering thought leadership. Particularly strong on ethics and able to move between strategy and detail, considering implications for a broad range of stakeholders, including the business, customers, the public and shareholders. Now seeking demanding Non-Executive appointments, with the support of PwC's Senior Partner and the Management Board.

Career history

Partner, PwC

July 2003 – July 2018

Leader of PwC's global Centre of Excellence for International Standards on Auditing and Assurance. Delivered thought leadership on enhanced auditor reporting; subsequently responsible for the implementation of new reformed enhanced auditor reporting across PwC's global network. Influential in the development of IAASB's global audit and assurance standards, reform of the structure of the global standard setting model, as well as in UK and European audit regulatory reform.

Retains a strong and active interest in the future of audit/assurance. Co-authored PwC thought leadership on *Inspiring Trust Through Insight*, which explores a new and different way to build trust in corporate reporting as it evolves to be broader, more forward-looking and more integrated. International work with the regulatory community, to develop proposals to reform the global audit, assurance and ethics standard setting model in the public interest.

Director, PwC

2001 - 2003

Chartered Institute of Chartered Accountants (CICA), Canada 1985 - 2000

Specialised in public sector accounting and auditing standard-setting as a subject matter expert. Served as the Audit and Assurance Standards Director from 1996 – 2000. Planned, coordinated and managed the CICA's Assurance Standards Board's strategic and operating plans, including standard setting, liaison and promotional activities. Began participation in global audit standard setting.

Lectured on public sector accounting and not-for-profit accounting issues for a course on Contemporary Issues in Accounting at York University.

Clarkson Gordon (now Ernst & Young), Canada

1981 - 1987

Basic accountancy training and qualifications, at grades from Associate to Manager. Gained a thorough understanding of accounting and finances and developed business acumen, through work on a wide variety of clients and sectors.

External appointments, qualifications and education

2006 - 11: International Auditing & Assurance Standards Board member (including Deputy Chair). 1997 - 2000, 2002 - 2005: Technical Advisor to IAASB member
1990 - 1995: Technical Advisor to International Public Sector Accounting and Auditing Board member
1984: CA Designation: Institute of Chartered Accountants of Ontario; Awarded FCA 2011.

1982: Queen's University Canada (gold medallist), Bachelor of Commerce.

DIANA HILLIER
Supporting Statement

Dear Mr. Hitchings,

Application for Independent Governor Position
London South Bank University (LSBU)

Further to our conversation, I would like to express my interest in writing for the position of Independent Governor for the London South Bank University.

As a graduate of Queen's University in Kingston, Canada (B.Comm gold medallist 1982) and former lecturer at York University in Toronto, Canada, I am passionate about the value of post-secondary education in both preparing young people for productive working lives as well as broadening their horizons both personally and as citizens of the world.

I believe that my expertise and experience position me to bring value to the university's Board of Governors, particularly my experience in international standard setting and in governance groups in the PwC global network, which have demonstrated my ability to contribute effectively in a board setting, to communicate effectively with senior leadership and across a broad range of stakeholders, and to operate both strategically and operationally. One of the stakeholder groups I have enjoyed working with is the accounting and audit academic community, through the Auditing Special Interest Group of the British Accounting and Finance Association, and the Canadian Academic Accounting Association.

I enclose my CV and would be happy to provide further information you may need.

Thank you for your consideration.

Kind regards
Diana Hillier

EHSAN RAZAVIZADEH Curriculum Vitae

An outward-looking leader with strong track record of building and overseeing successful businesses as an executive and entrepreneur. Strategic, commercial and innovative mindset with experience of corporate, charity and public sectors in different countries including UK, UAE and Germany.

Extensive knowledge of government and NGOs, financial services, business and management education. Expertise in international development, capacity building, networking, problem-solving, relationship management, new business development, strategic partnership and team leadership. Received an award for outstanding contribution to establish and significant growth of Cass Business School and City, University of London in the MENA region which was presented by Professor Sir Paul Curran, Sheikh Ahmed Bin Saeed Al Maktoum and Richard Gillingwater CBE.

GOVERNANCE & COMMITTEE EXPERIENCE

Liveryman and Member, Education and Charity Committee
Oct 17 – present
Worshipful Company of World Traders, City of London – UK

Founding Member, MENA Advisory Board
Jan 11 – Jul 16
Cass Business School and City, University of London

Member, Membership Committee
Apr 14 – Aug 16
Capital Club Dubai

Member, Higher Education and Financial & Professional Services Groups
Jan 09 – Jun 16
UK Trade and Investment

Company Director and Secretary in DIFC
Sep 08 – Nov 16
City, University of London

Member, Advisory Council
Feb 12 – Nov 13
Abu Dhabi SME Conference

RECENT EXECUTIVE AND ADVISORY EXPERIENCE

Senior Advisor for Government and NGOs
July 18 – present
The London Institute for Banking and Finance

This is a part time role. My main responsibilities are as following:

- Responsible for developing the profile of LIBF within Government, NGO's and other funding agencies including DFID, DIT, Prosperity Fund etc
- Identify any other commercial opportunities which may arise from these relationships
- Develop and implement strategies to promote LIBF within this group of stakeholders
- Contribute to the development of a strong brand identity

- Working closely with senior management team to ensure customer satisfaction is achieved
- Identify capacity building and International development projects
- Review the stakeholders map and relationships management

Advisory Service

Apr 17 – present

Westminster Partners Group

This is a part time role. My main responsibilities are as following:

- Advise on strategy and planning
- Business development activities in the UK and overseas
- Develop and support stakeholder engagement strategy
- Project involvement
- Sectors: Higher Education, Charity, Finance and Banking

Advisor for MEA region to Vice President (International)

Jul 17 – Jan 18

City, University of London

- Responsible for the continued growth and development of the university in the region
- Determine priorities and strategic direction for the Dubai Centre in conjunction with the university's strategy
- Provide input on potential reputational risk or any other risk may be caused by introducing a new course to the region

Founding Regional Director & Head of Dubai Centre

May10 – Jun 16

City, University of London

- Oversee the City University's operations and affairs in the region
- Act as the university's ambassador in the MENA region
- Manage the university's relationships with governments, partners and key stakeholders in the region including KHDA and DIFC
- Strategy planning
- Alumni relationship management
- Oversee and support the delivery of existing and proposed degree programmes offered in Dubai, advice on programme management and development
- Oversee and enhance the overall student experience and alumni relations
- Responsible for ensuring recruitment of high-quality students for the EMBA and MSc programmes with revenue contribution of approx. GBP 2.2M
- Day to day management of Dubai Centre
- Act as the company's director and secretary in DIFC
- Establishing and monitoring budgets
- Head up the university's business development activities in the region - identify new business opportunities that would help build and capitalise on the university's reputation in the region
- Oversea the marketing and PR activities in the region
- Lead, develop and manage the local team to their full potential and achieve the university's goals in the region

Founding Chief Representative (GCC)
Feb 07 – May 10
Cass Business School

- To set up the required infrastructures including teaching facilities, policies, procedures
- Strategy planning
- To build a team
- To establish the MBA programme and executive education courses
- Oversea marketing, PR and recruitment activities
- Head up business development efforts in the region
- Alumni relationship management
- Act as the school's ambassador in the region
- Manage the school's relationships with governments, partners and the other key stakeholders in the region

Client Relations for Education Centre and Internal Auditor
Jul 07 – Sept 08
Dubai International Financial Centre - Government of Dubai

Consultant – Department for Off Campus Programmes
Jul 06 – Apr 07
Cass Business School

Business Information & Research Assistant for "Successful Strategic
Transformers" project
Feb 05 – Dec 06
London Business School and Advance Institute of Management

EDUCATION AND QUALIFICATIONS

Entrepreneurial University Leadership Programme
Jan 12 – Dec 12
University of Oxford, UK

Lead Auditor and Internal QMS Auditor courses
Nov 07- Mar 08
Lloyd's Register Group
Professional Qualifications PIIA
2005
The Institute of Internal Auditing

MSc in Internal Auditing & Management
Sept 03 – Nov 04
Cass Business School

MEMBERSHIPS AND FELLOWSHIPS

- Cass Business School & City, University of London Alumni Network
- Royal Society for the encouragement of Arts, Manufactures and Commerce (RSA)
- East India Club
- Chatham House
- The Worshipful Company of World Traders
- Entrepreneurs Network, University of Oxford
- Guildhall Art Gallery

PERSONAL INTEREST

Golf, Travelling, Photography, Boxing, Learn how to play piano, Classic music, Voluntary work for charities, Art, Cooking, Chess, History

PUBLICATIONS AND MEDIA

Please refer to my LinkedIn Profile: <http://www.linkedin.com/in/razavizadeh>

LANGUAGES

English (Excellent Working Knowledge), Persian (Native Speaker), Arabic (Fairly Familiar), German (Beginner)

EHSAN RAZAVIZADEH
Supporting Statement

Dear Sir/Madam,

I am delighted to enclose my resume for your consideration and submit a formal application for the above mentioned role as advertised on the Guardian website.

Education is very close to my heart. I believe it is one of the most powerful tools for changing and shaping the world. In my view, a leading organisation with world-class expertise, such as London South Bank University, can truly have a positive impact in the future of individuals, families and societies. I am very motivated and committed to make a positive contribution and have a profound impact on providing an inspirational and creative education for all students.

I believe I am an outward-looking leader with strong track record of building and overseeing successful businesses both as an executive and entrepreneur. I have a strategic, commercial and innovative mindset with experience of corporate, charity and public sectors in different countries including the UK, UAE and Germany. I also have an extensive knowledge of government and NGOs, financial services, business and management education sectors with some expertise in international development, capacity building, networking, problem-solving, relationship management, new business development, strategic partnership and team leadership.

I did my postgraduate degree at Cass Business School and during my study, I proposed to the school the idea of expansion in Dubai. In 2007, the proposal was finally accepted and I went to Dubai to help with setting up the school which was a great challenge at the time; This was mainly due to our resource constraints and brand awareness. When I left in 2016, the student numbers were reached to 400 as well as managing 1,200 alumni, 4 postgraduate degrees and few executive education programmes. I had to work with a wide range of stakeholders including faculty members, professional staff, government agencies, boards, regulators, corporates and many more.

In 2011, I was delighted to receive an award for my outstanding contribution to establish and significant growth of Cass Business School and City, University of London in the MENA.

I have learned a great deal about the education sector on the job. As we were expanding, I had to equip myself with new knowledge, relationship building and a good plan and strategy which I found it very exciting and challenging indeed. Some of my main responsibilities were as following: institution's representation, oversee the university's operations and affairs in the region, strategy planning, responsible and manage the university's relationships with governments, partners and key stakeholders, responsible to set up and run the advisory board, head up the business development activities, student support and alumni relationship management.

One of the main reasons for considering this role is to enhance my career and personal development and begin a new challenge in my life. Given my track record, academic background and to some extent relevant work experience, I strongly believe that I can comfortably fulfil the job requirements but also hopefully to make a significant contribution in the London South Bank University.

Should you need any further information, please do not hesitate to contact me.

I look forward to hearing from you.

With kind regards,

Ehsan Razavizadeh

FOLA KOMOLAFE
MBE DL CCMI, BSc, Pgdip, MBA, PPM
Curriculum Vitae

Summary

Fola is a seasoned professional with over 30 years experience driving business performance, success and profitability across various sectors including financial services, professional services, higher education, information technology and international development. Fola used to be a Consulting Partner with Mazars, providing leadership to Mazars' work with international government agencies requiring consultancy, audit and assurance support, across 79 countries. During this time Fola led the engagement with the London School of Economics, successfully directing the operational support for the £90 million International Growth Centre in 14 countries. Prior to this Fola provided strategic leadership and direction to a £21.6 million portfolio of award winning international development projects predominantly in health and education across Asia and Africa for the Open University. Her biggest project, TESS-India received the BOND Innovations Award and more recently the Guardians Award. She was awarded an honorary degree of the Masters of University from the Open University in September 2018 recognising her contribution to Public Services.

Fola also held a number of senior roles working for HSBC and IBM. She was a Senior Consultant in Financial Services as well as Head of Diversity for IBM with responsibility for 20,000 employees across 25 locations in UK, Ireland and South Africa. In her consulting role she led multiple client engagements to create new business streams, improve profitability and increase organisational performance and productivity. In her role as Head of Diversity, she successfully developed strategic initiatives to raise the profile and awareness of IBM's diversity and corporate social responsibility initiatives internationally including having oversight of IBM's supplier diversity program with an annual spend of \$314.5 million. Fola particularly enjoys overseeing the successful implementation of strategic initiatives and solving complex business critical problems that deliver long term value, create opportunities and improve organisational efficiencies. Her work has focused on business transformation using technology and process re-engineering to improve customer experience, impact, productivity and practice. She is articulate and skilled in engaging with senior stakeholders and executive sponsors at the highest levels, developing sustainable and trusting relationships focused on delivery.

Fola is Business Consulting Director at Indisys Business Solutions. She is driven and hands on, using her breadth of experience and skills to provide strategies and business direction to clients in the successful delivery of their business objectives. She is a creative thinker with core skills in strategy development and execution, information technology, business operations and efficiencies, project and portfolio management, managing complexity and successfully delivering large scale programmes. Fola who is a certified management of portfolio practitioner has an MBA in Finance from City University London, a postgraduate diploma in IT from Brunel University & a BSc in Architecture.

Fola is a Non Executive Director on a number of boards. She founded Fresh Inspiration, a charity focused on raising the next generation of successful business leaders and entrepreneurs in the developing world. She was appointed a Deputy Lieutenant for Buckinghamshire in 2015 and in June 2016 was awarded an MBE for services to business and community in Milton Keynes. In 2017, Fola was appointed a Vice President with the British Red Cross and she was invited to become a Companion to the Chartered Management Institute. Fola co-authored a book, CRM in Financial Services.

Fola is:

- An energetic, highly experienced professional with a tenacious appetite for new challenges, delivering success and working to the highest standards demonstrating commitment, passion, excellence and energy in all she does.
- A visionary and strategic thinker with a proven ability to develop strong business propositions and create value within businesses. Commercially astute and driven, Fola is a natural communicator with excellent advisory skills.
- A respected leader and team player with extensive commercial experience in strategic leadership, project management, executive relationship management, process design, organisational design, change management and cultural diversity
- A proven success and her track record includes:
 - Leading the \$314.5m IBM (EMEA North) Supplier Diversity Programme with 213 Suppliers
 - Leading the IBM Leadership Diversity Integration Project across 25 locations and 20,000 plus employees; and in partnership with Shell, Goldman Sach, Reuters, American Express and GSK
 - Leading the Financial and IT Streams of the Cahoot Bank Launch Project (a division of Santander Group).
Project launched with 160,000 customer accounts in the first year with access via ATM, telephone or web.
 - Leading the rollout of the BPR IT, Change Management and Organisational Streams across multiple and regional Korfez Bank branches in Turkey
 - Leading the HSBC National UK Cash Centre Upgrade Project
 - Leading Executive Teams in overseeing \$35m of development fund at Aga Khan University; raising £11m at Tearfund to support HIV Projects in Africa; delivering £1.5m of development fund at Hope and Homes for Children and delivering international development strategic priorities with Send A Cow, Samaritan's Purse and Open Doors

EXPERIENCE

Voluntary Roles

- Previous Chair and Board Member, Milton Keynes Community Foundation (2012 to date)
- Previous Chair and Board Member, Milton Keynes College (2010 - 2016)
- Chair, Into The Community & Milton Keynes Food Bank (2008 to date)
- Non Executive Director, Milton Keynes Christian Centre (2007 to date)
- Board Member, Thames Valley Partnership
- Founder, Fresh Inspiration
- Deputy Lieutenant of Buckinghamshire
- Vice President British Red Cross

Work Experience:

Managing Director & Strategic Consultant, Indisys Business Solutions (2017 to date)

Fola is leading the strategic partnership between Mazars and the London School of Economics for a £90m DfID funded project called the International Growth Centre. The International Growth Centre (IGC) aims to promote sustainable growth in developing countries by providing demand-led policy advice based on frontier research. Fola leads the international Mazars team and is responsible for account management and client relationships including the successful operational delivery with managing partners in 14 countries and positioning Mazars strongly for future opportunities.

Mazars LLP, Consulting Partner (2015 to 2017)

Working internationally, Fola was the Partner responsible for the development of International Development Services throughout Mazars. Fola had global responsibility for leading all of Mazars client relationship and development activities with government and donor agencies across 79

countries. Her responsibilities included agreeing business strategy and plan, oversight for implementation and business operations, transitioning a cost centre into a sustainable income generating unit through the provision of international development technical assistance, ensuring year on year profitability and key account management. Fola also had responsibility for an international team including country managing partners, directors and senior managers to secure and deliver consulting business opportunities with international organisations, governments and aid agencies.

Managing Director & Business Consultant, Indisys Business Solutions (2006 to 2015)

Fola worked with senior executives and board members in multiple client organisations to assist the delivery of key strategic objectives critical for business success. She enabled departments to work together holistically and coached teams on being customer centric as a means for increased profitability. Her clients included

Open University (2012-2015): Fola was responsible for successfully directing a £21.6 million portfolio of international development projects for the International Development Office at the Open University. The International Development Office leads and manages the development of multimillion pound large scale capacity building programmes in developing countries. The Office has responsibility for the Open University's extensive partnership programmes in 14 African countries and South Asia including India, Bangladesh and Pakistan, predominantly in the education, health, management and business training sectors, and research. As Project Director, Fola was part of the team responsible for growing the unit from 2.5M GBP in revenue to 21.6M GBP in five years, working with a wide range of donors in the higher education sector, including the World Bank and DFID.

Her award winning projects included the £10m Teacher Education through School based Support in India (TESS- India) which was improving learning outcomes for 1 million children across 7 states and which won BOND Innovation Award and the Guardian Award; the £50m English in Action (EiA) Project targeted to reach 90,000 teachers in Bangladesh by 2017 and which won the ELTon Award in 2013 and the £7m Teacher education in Sub Saharan Africa (TESSA) running for eight years and which won the Queens Anniversary Prize for Higher Education in 2009. These programmes were unique in their ability to be replicated across regions and contextualised through the use of appropriate pedagogies and innovative technologies.

Other clients (2006 to 2012):

Aga Khan University: Overseeing the UK development budget of £35M and managing the subsequent delivery of higher educational projects mainly in Pakistan and East Africa.

Tearfund: Responsible for leading the campaign to raise £11M in support of HIV, water and sanitation and climate change projects.

Hopes and Homes for Children: Coaching the team to deliver the UK development budget of £1.5M to support projects in Eastern Europe and Africa focused on developing children homes

Send A Cow: Working with the UK team, overseeing the UK development budget for sustainable farming projects in Africa.

COROUS: Providing strategic direction and input to the Director in providing e-learning services to the corporate sector. Clients included Shell, BAE Systems UK, Royal & Sun Alliance, NHS, IKEA and IOD.

Other Clients also included **Queens Foundation, Bible Society, Samaritan's Purse, Evangelical Alliance**, and Open Doors.

IBM UK Ltd (1998 to 2006):

Executive Project Manager, UK Retail Bank

- Part of the senior management team working alongside the Chief Executive and Head of Departments in the run up to launch of the e-bank. The role involved working with the executive team (through a series of facilitated workshops) on the processes involved in initiating, planning, executing, monitoring and controlling the project. This multi million pound project was launched in 2000.
- Led & managed a team of 8 technical authors & 4 test scriptwriters in the development of all procedures & test scripts. The role involved producing the plan, identifying the test cycles, scheduling, developing the approach, identifying the key deliverables & milestones, liaising & ensuring agreement with the different suppliers & third parties & the overall QA of the procedures, test scripts & supporting data
- Established governance and reporting structures amongst stakeholders with strong leadership and well defined roles and responsibilities to support quick decision making and effective cross communication.
- Involved in the development of the project management plan, defining the parameters for managing scope, time, cost, quality, resources, risk, procurement and communication activities throughout the project.
- Identified, managed and reported against the critical success factors, key performance indicators and milestones for the bank
- Developed business processes for the bank within a standard framework in line with the customer value proposition, with overall responsibility for the Money Transmission processes such as BACS, CHAPS, Cheque clearing, SWIFT & Cash transactions
- Defined system parameters & specified operational requirements for both the debit & credit card processes such as chargeback, disputes & settlements
- Responsible for co-ordinating the rollout of a Customer Management Infrastructure for Cahoot. This involved capturing the specific business requirements, understanding the fit with existing architecture & third party IT vendors & proposing both short & long term recommendations around the original value proposition

IBM Head of Diversity, UK Ireland and South Africa

- Working alongside the Country General Manager and HR Director to develop and deliver strategic direction for IBM's Diversity Program
- Led a team of business leaders, country focal point and diversity specialists with responsibility for integrating IBM's inclusion policies into the fabric of its Business Operating Systems and raising awareness amongst 20,000 plus employees across 25 locations
- Instrumental in developing and project managing IBM's Supplier Diversity program with 213 Suppliers in Europe and SA and an annual spend of approximately \$314.5 million
- Representing and Speaking on behalf of IBM at both external and internal events, forums and government bodies
- Developed a Workforce Metric Tool for Pipeline & Talent Diversity
- Developed and launched a UK National Diversity Standard

EMEA North Region Thought Leadership Programme Manager

- Responsible for building and promoting the IBM Consulting brand with strategic clients across all sectors for the North Region
- Instrumental in developing senior executive business relationships through anticipating the future of the marketplace and interpreting ensuing opportunities for individual clients
- Led a team of Executive Consultants, Senior Consultants, Consultants, Research Analysts and an administrator in developing and implementing initiatives to drive the entire thought leadership programme forward.
- Speaking at external conferences, publishing points of view and delivering presentations to board members. Presentations delivered include topics such as Strategic Positioning and Future Business Models.

- Implementing joint business research initiatives with universities which include providing opportunities for students to work alongside consultants on specific client driven issues.

Consultant, Turkish Corporate Bank

- Developed in conjunction with executive board the bank's strategy to achieve competitive advantage
- Managed a team of 6 consultants responsible for redesigning business processes to enable the bank to set & achieve its Vision, Mission, Goals & Objectives in line with its defined strategy
- Developed the bank's enterprise model & performed a cost assessment of the second level business processes using Activity-Based Costing (ABC) methodology
- Performed thorough IT assessment (to assess how the bank currently uses IT to deliver & support its business goals & objectives); Change readiness assessment (to measure the potential & amount of change the bank can accommodate) & Organisation assessment (to assess the communication structure, motivation levels, roles & responsibility of the employees) for the defined priority business process areas
- Recommended & implemented improvements in business areas which enabled the bank to achieve its business & financial goals

HSBC PLC, London (1991 to 1997)

Project Manager, Cash Operations

- Senior member of Project Team, which designed & implemented change management programmes in order to upgrade the technology utilised in Midland's Cash Centres
- Developed Business Plan to support the change programme & gained support from Senior Management
- Implemented a pilot-testing schedule to support new technology
- Responsible for planning, managing & monitoring the project to ensure timescales & cost projections achieved
- Developed & monitored project methodology for all new initiatives
- Developed a new Product Cost Model for measuring profitability

MI & Budgetary Control Manager, Retail Operations

- Liaised with Senior Management & Finance Department to develop annual budget (£25m) for 6 Cash Centres
- Supervised & managed a team of 4, co-ordinating & monitoring annual budgets through the preparation of various budget monitoring models
- Recommended improvements in operating processes to achieve performance and profit targets
- Developed business plans for operational initiatives aimed at supporting business strategy
- Reviewed monthly financial performance ensuring compliance with business & regulatory requirements & reporting variances & discrepancies to senior executive management

Business Analyst, Card Services

- Responsible for preparing & co-ordinating the implementation of an enhanced Development Control Plan within Midland's acquisition operation & outlining procedures involved in the Development Project Life Cycle
- Developed system to support process of authorising & prioritising business propositions for commercial viability
- Developed a Pricing Plan for the 1994 Price Rise Project. Collated & analysed market research & trend analysis, developed & maintained parameters & assumptions for retailer profitability models
- Developed a terminal marketing strategy to identify suitable accounts within the portfolio to convert from non-profitable to profitable accounts

- Produced cost / benefit analysis for a variety of projects, including the National Lottery project

Analyst / Programmer, Finance & Management Information Systems

- Responsible for developing reports for UK Banking Finance from the General Ledger. This involved specifying reporting requirements, coding, testing & implementation planning
- Developed a Single General Ledger for UK Banking & a Financial Reference Data System

Education & Qualifications:

- Management of Portfolio Practitioner - 2014
- Institute of Management Consultants - 2001
- IBM Certified Consultant and Project Manager - 2000
- MBA in Finance, City University Business School - 1998
- Postgraduate Diploma in Computer Science (distinction) - 1991
- B. Sc. (Hon.) Architecture - 1989

GEORGE QUIGLEY
Curriculum Vitae

PERSONAL PROFILE

I am a Chartered Accountant with over 20 years' experience. I am a Governance, Risk and Compliance specialist, with extensive experience in technology risk. I have a proven track record of providing advisory services to large and complex businesses across a number of sectors including financial services. My deep understanding of governance, regulatory compliance and risk; combined with my broader business, financial and accounting knowledge allows me to provide measured, responsible, sustainable and commercial decision making. I influence and guide policy-making, inspire at a senior level and facilitate change to achieve greater business efficiencies and deliver sustainable growth.

CAREER EXPERIENCE - COMMITTEES

Institute of Chartered Accountants in England and Wales

June 2013 – June 2019

Member of the Audit Committee

Key Achievements:

- Selected to join the audit committee in order to bring risk and technology expertise and experience as these were seen as key skills that were missing
- Challenged elements of the financial statements relating to updated IFRS regulations
- Contributed to strategic thinking (e.g. including more technology in the ACA syllabus)
- Contributed to identifying and minimising risk (e.g. the principle risks)
- Key role in advising and questioning the implementation of the new business systems (operational)

Legacy:

- Revised ACA syllabus incorporating technology

Institute of Chartered Accountants in England and Wales

June 2013 – June 2017 Chair of the IT Faculty October 2010 – June 2013

Chair of the Technical Committee of the IT Faculty

2005 – 2019

Member of the Committee of the IT Faculty

Key Achievements:

- Improved the recognition of the IT faculty across the Institute
- Extended the reach of the IT faculty from traditional spreadsheets and audit related matters to incorporating more strategic issues including cyber and analytics

Legacy:

- Identified the range of accountancy skills that are present in the IT faculty and asked members with relevant skills to engage with the relevant faculty in order to bring technology skills and experience to the Institutes' faculties more broadly.
- Revised Governance for ICAEW Committees

CAREER EXPERIENCE - BUSINESS

Foulkon Ltd

April 2018 – Present foulkon.com

Owner

Key Achievements:

- Helping small and medium sized businesses deal with their technology issues, including cyber security and data privacy, by assisting them with putting in place appropriate governance structures, understanding their risks, identifying their gaps and implementing cost effective solutions
- Providing training and awareness to Boards on cyber security and data privacy, including the regulatory issues they need to deal with and how they can use this for strategic advantage
- Providing specialist support to accounting practices outside the top 20 relating to both their practices and their clients

Legacy:

- Helped Boards understand their risk and how to protect their businesses
- Implemented a straightforward four stage approach to cyber security and data privacy that provides these companies with a sustainable framework that mitigates their risks

KPMG

April 2015 – March 2018 home.kpmg.com Partner

Key Achievements:

Business Related

- Responsible for bringing cyber security and technology risk services to medium to large sized businesses in London, which KPMG were not reaching as easily as larger organisations
- Part of the cyber security leadership involved with looking at partnerships with software providers and new and emerging ways of dealing with this issue including Artificial Intelligence (AI) and Machine Learning (ML). Solutions included Darktrace, Vectra, IBM Watson, Cylance, etc)
- Embedded GDPR regulatory compliance within the Cyber Security practice area in order to align two specialist areas that have considerable overlap
- Grew the cyber security practice from approximately £200,000 to a £2.5M+ business, with profits from the team more than the firm average
- Went to market with forensics and other parts of the firm, including transaction services and management consulting on a regular basis
- Implemented a straightforward four stage approach to cyber security and data privacy for clients aimed at medium to large sized businesses
- Implemented a version of the KPMG privacy programme designed for medium to large sized businesses

People Related

- Mentored 10 staff directly on Governance, Risk, Compliance, Strategy, Technology Risk and how to build a career path with the aim of achieving partner status
- Supported, spoke and mentored women under the "Women in Cyber" programme
- Supported and spoke at KPMG Blend (LGBTQ) events (over 200 people, including external to KPMG)
- Supported and spoke at KPMG internal graduate breakfast events (over 100 attendees)

Legacy:

Business Related

- A tailored approach to protect medium to large clients intellectual property, financial systems, operational systems and data from internal as well as external threats – cybercrime, extortion, destruction, etc.
- A tailored approach to assist medium to large clients comply with the General Data Protection Regulation and other privacy regulations
- A framework for assessing whether products and services have appropriate controls / security and are able to meet regulatory requirements (as appropriate)
- A risk assessment framework for transaction services to highlight to potential buyers / sellers of a company the value that they had either built or had put at risk due to their technology architecture

People Related

- A number of people promoted to Partner (2) or Director (8) within the firm
- A number of people achieving senior roles with other accounting firms or in industry (8)
- A number of people who changed careers to something more appropriate to their skills (3)

BDO LLP

September 2003 – March 2015 www.bdo.co.uk

Partner, Risk and Advisory Services

Key Achievements:

Business Related

- Headhunted due to success building a practice from scratch at Baker Tilly
- Built the technology risk practice up to a team of 70 with fees of over £7 million and profits above the firms average
- A key player in the rollout of technology risk services across BDO LLP on a global basis, as part of the firms global leadership
- Implementation of a training programme for graduates with the ACA qualification at the centre of the programme in order to provide over 100 graduates with wide ranging knowledge on how organisations operate, what matters to them and how technology facilitates their objectives
- Expanded the technology risk services to include Governance, Risk and Compliance generally and cyber security, predictive analytics and controls assurance reviews specifically
- Created two technology risk teams, with one focussed on the Financial Services and Online Gaming sectors due to their increased risk profile and significant use of sophisticated technologies
- Provided Governance Risk and Compliance services to the firms clients
- Provided IT governance and technical security reviews to the firms clients
- Provided support to forensics, transaction services, data analytics and internal audit teams
- A tailored approach to the external audit of clients with a high reliance on technology
- A tailored approach to the internal audit of clients
- A tailored approach to delivering cyber security services
- A framework for assessing the need and type of analytics to use on forensics / fraud investigations
- A tailored approach to skilled person reviews under the FSAs' S166 scheme relating to Governance and Technology
- A tailored approach to regulatory investigations outside of the UK relating to Governance and Technology (Eastern Europe and Middle East)

People Related

- Trained over 500 auditors on the global technology risk framework on a global basis, including the use of simultaneous translation in the Far East and Central and South America
- Mentored over 100 staff on a global basis on Governance, Risk, Compliance, Strategy, Technology Risk and how to build a career path with the aim of achieving partner status

Legacy:

Business Related

- A new set of service lines for BDO LLP in the UK
- A new set of service lines for BDO LLP on a global basis
- A global technology risk framework used by BDO LLP firms on a global basis
- A revised data analytics service to support forensic and fraud investigations
- A revised internal audit service incorporating IT audit

People Related

- A number of people promoted to Partner (4) or Director (10) within the firm
- A number of people achieving senior roles with other accounting firms or in industry (20+)
- A number of people who changed careers to something more appropriate to their skills (8)

Baker Tilly (Previously Kidsons Impey)

September 1997 – September 2003 www.bakertilly.com

Director, Information Systems Audit Support

Key Achievements:

Business Related

- Built an IT audit practice from non-existent to a team of twenty
- A key player in the rollout of technology risk services to Baker Tilly LLP in the UK
- Trained 20 auditors on technology risk in Oman to support the firms Middle East practices

People Related

- Provided IT governance and technical security reviews to the firms clients
- Provide support to forensics, transaction services, data analytics and internal audit teams

Legacy:

Business Related

- A new service line for Baker Tilly LLP in the UK
- Improved audit capability across the Middle East
- A revised data analytics service to support forensic and fraud investigations
- A revised internal audit methodology incorporating IT audit

People Related

- A number of employees who have gone on to senior roles in industry (2)

National Audit Office

September 1991 – September 1994 www.nao.org.uk

Senior Auditor

Key Achievements:

- Responsible for the audited a number of Home Office Key Accounts
- Founder member of the NAO's ITAG group (IT Audit

Group) Legacy:

- Implementation of an IT audit framework
- Brought the importance of having a proportion of audit staff qualified as Certified Information Systems Auditors (CISA) under the Information Systems Audit and Control Association (ISACA)

Barclayslife Assurance Ltd

Life Assurance Salesman; February 1991 – September 1991

Key Achievements:

- Responsible for selling Barclayslife products to clients

Capital Cameras Ltd

Branch Manager; June 1990 – February 1991

Key Achievements:

- Responsible for setting up the Capital Cameras Liverpool branch
- Managed a staff of 8

Jessop Photocentre Ltd

Assistant Branch Manager; September 1985 – June 1990

Key Achievements:

- Responsible for managing Jessops Liverpool branch with the branch manager
- Managed a staff of 8
- Helped build a new technology driven stock system to help locate stock across the Jessops group with a view to increasing sales

Fairs Cameras and Hifi Ltd

Salesman; October 1982 – September 1985

Key Achievements:

- Responsible for selling photography equipment with the branch manager

EDUCATION, QUALIFICATIONS AND TRAINING

2013: Crest Registered Penetration Tester 2012:

Qualified Security Assessor under PCI DSS 2004:

Certified Information Systems Manager 2000:

Certified Information Systems Auditor 1997:

Associate Chartered Accountant

1994: BA(Hons) Accounting and Finance, Liverpool John Moores University

1982: Graduated from Vancouver College, Vancouver, British Columbia,

Canada

GEORGE QUIGLEY Supporting Statement

Dear Robert

Thank you for giving me the opportunity to apply for the Independent Governor role with the London South Bank University.

I am a Chartered Accountant with over 20 years' experience. I am a Governance, Risk and Compliance specialist, with extensive experience in technology risk. I have a proven track record of providing advisory services to large and complex businesses, across a number of sectors, including internationally. My deep understanding of governance, regulatory compliance and risk; combined with my broader business, financial and accounting knowledge allows me to provide measured, responsible, sustainable and commercial decision making. I influence and guide policy-making, inspire at a senior level and facilitate change to achieve greater business efficiencies and deliver sustainable growth.

I am a firm believer in education. Education is the driver that allows people to make the best of their abilities. It opens minds, it builds confidence and it provides the path to upward mobility. The emphasis that the London South Bank University puts on employability is great to see and it resonates with me.

As a mature student I studied for a degree in Accounting and Finance, from Liverpool John Moores University. It gave me the confidence and provided me with the platform I needed to take me from being a manager in a retail chain to a partner in one of the Big 4 accounting firms. Without my degree that would, quite simply, have been impossible.

I am personally interested in continual professional development. Understanding different areas and getting a better view on new thinking in areas that I am involved in is key to that. Whilst at KPMG, I spent time at Royal Holloway University, via the support KPMG provided, listening to what students were either going to study, or had finished studying on their information security degree course. That helped me both understand and shape the latest thinking.

I learnt from them and I also helped them learn by challenging their thinking, particularly from a commercial perspective. I also found the energy from the students infectious and always left the presentations energised. I had similar experiences at both BDO and KPMG, via their respective graduate programmes. I helped show the graduates that it's where you are going to that's important in life, it isn't where you came from. I also helped them understand how they should manage their careers and the differences that they would encounter now that they were in full time employment.

Finally, equality and diversity is high on my agenda. At KPMG I was a supporter of both their Women in Technology and BLEND (LGBTQIAAP) forums.

Being able to play an important role within a key university that prides itself on equality and diversity, whilst having student success as one of its key outcomes interests me very much.

In addition to the above, I believe I meet key elements of the person specification for the following reasons:

I am a strategic thinker, who operates on a rational and impartial basis. During the 1990's, as a graduate trainee, I identified both the threat and the opportunities arising from the use of technology on the business models of the mid-tier accounting firms. I engaged with and listened to the perspectives of a number of senior partners, understood their concerns and put together a

strategy that would allay them. I communicated and executed on my strategy. The result was I became the lead technology risk partner at BDO LLP in the UK and was a key player in the establishment of technology risk services for BDO LLP globally.

I have a constructive and collegiate style. Throughout my career I have had to both make and get agreement from a wide range of stakeholders in order to deal with the respective issues that they faced. In several cases that meant having to work with (or for) external regulators, which raises the bar significantly.

I am used to reviewing and scrutinising management decisions. In order to provide constructive feedback, I follow a structured approach. I understand the background and the "wider picture", the reasons behind the decisions taken and the factors that had been taken into account.

I have a high level of intellectual capacity, which allows me to understand complex issues. I can distil them down to the key issues and develop solutions that deal with the issue in a practical, pragmatic and cost effective way.

During my career I have appreciated and benefited from the advice I have been given. I would now like to give something back to the wider community. My experience allows me to participate fully and actively in the meetings of the Board and its committees, contribute to the strategic direction of the University and to both review and guide the performance of the University against the key performance indicators approved by the Board.

I look forward to hearing from you in due course.

Your sincerely

George D Quigley

JOHN G COLE FCA MCISI Curriculum Vitae

Career overview 2016-2018

Appointed Skilled Person by Santander UK plc, following approval by the PRA in consultation with the FCA, in connection with its proposed Ring-Fencing Transfer Scheme (RFTS). This involved preparing a report for the High Court (with review by the PRA in conjunction with the FCA) covering all aspects of the RFTS and involved a team of up to 50 people at its peak. The Scheme was approved by the High Court on 12 June 2018 and the report is available on Santander UK plc's website.

2014- 2018

EY's Risk partner responsible for controls over, inter alia, client acceptance, money laundering, sanctions adherence, bribery and corruption and lobbying and data protection. A member of EY's Risk Oversight Committee which had responsibility for oversight of the firm's risks, associated controls and internal audit, reporting to the Board. Firm MLRO and CF10 and CF11 for the FCA regulated business from 2016 to 2018. Member of the Financial Services leadership team with responsibility for Risk.

2008-2015

A partners' representative on both the EMEIA and Global Governance Councils which had responsibility for oversight on behalf of partners of the management of EY, ultimately chairing the Global finance committee and being a member of the EMEIA audit committee.

2003 – 2018

Partner in the EMEIA Financial Services Transactions team. The practice has grown from a group of four partners in the UK to over 30 partners in seven countries with revenue in excess of £100m. During this period I lead the team supporting Clive Cowdery in the creation of "Resolution mark 1" (now Phoenix) and "Resolution mark 2" (recently acquired by Aviva) including advising on structure, their IPOs and their multiple acquisitions.

At the onset of the financial crisis I focussed on banking and including business plan reviews of both Northern Rock and Bradford & Bingley on behalf of HM Government, leading the E&Y due diligence team supporting a potential acquirer of "Verde", leading the E&Y due diligence team supporting a potential acquirer of "Rainbow", leading the E&Y due diligence team supporting a potential acquirer of an Irish owned UK retail bank, joint lead on the 2013 PCAR work for the Central Bank of Ireland and joint lead on S166 reviews for the FCA and PRA in connection with a UK retail bank. During the financial crisis I was joint lead for the asset quality review exercises undertaken on behalf of the Troika in Ireland, Portugal, Spain, Greece and Slovenia and leading the central team coordinating EY's response to the ECB's Comprehensive Assessment in 2014 which involved oversight of the EY teams across Europe.

He was head of Quality and Risk Management for FS Transactions until 2014.

1995 – 2003; Founding Partner in the EY Private Equity team working with a number of the major PE houses on acquisitions and divestments. Clients included Cinven, BC Partners and CVC.

1988- 1995; Partner in the Transactions practice of EY, mostly working in the oil and chemicals sector, principally supporting BP in its divestment programme.

1988; Admitted as partner in Ernst and Whinney, predecessor of Ernst & Young. 1981-1988; A member of the due diligence team at Ernst & Whinney
1978-1981; A member of an audit team within Whinney Murray and Ernst & Whinney, successor to Whinney Murray

1975-1978; Trainee accountant with Whinney Murray, a predecessor of EY. 1972-1975; Bristol University, BSC (2.1), Chemistry

JOHN G COLE FCA MCISI
Supporting Statement

Dear Robert

London South Bank University

Thank you for sending me the candidate prospectus for the role of Independent Governor at the London South Bank University ("LBSU") and I am excited by the opportunity. As a piece of background, two of my former colleagues are now on the boards of universities and I have been struck by the enthusiasm they show at being able to contribute to, and the excitement they feel from being part of, such dynamic and life changing organisations. I believe that the skills and experiences I have accumulated during my career at EY will be of value to the University and that I will enjoy the challenge.

Why LBSU?

I'm a strong believer in the power of universities to transform. I was the first person in my family to be able to attend university as was my late wife and my current partner. My three sons have all been fortunate to attend university and my step-daughter has just started her degree. As a consequence, I have experienced at first hand the impact that time spent at university can have, both from an educational and a social perspective.

For most of my life I lived in south London (my parents were from south London) and have a strong attachment to the area. As a result, I appreciate the importance of the impact that the LBSU has on Southwark and its surroundings and its contribution to improving social mobility. I was also very pleased to see that the values of LBSU are very strongly aligned with those we lived by and were judged by at EY. With people-based organisations, having the right values that people believe matter is a key element for success.

Why me?

I believe that my career has shown that I have demonstrated the required skills and experiences that have been set out in the prospectus. In particular, I would like to highlight:

- I recently joined the board of a London based charity and taken the role of Hon. Treasurer. In the past year we have had the sudden resignations of the Chair and the previous Treasurer which together with a loss of funding has meant that I am more than aware of the responsibilities of trustees as we refocus the charity. As part of my role at the charity I have conducted a review of the charity's control environment, attended a conference on charity governance and will attending a further one this year.
- Up to my retirement from EY, I was a member of the Financial Services ("FS") leadership team responsible for Risk. The FS practice had revenues of ca. £800m and 3,500 people. Leading in a professional services practice is very much team based but also requires an environment in which proper challenge can take place without resulting in a breakdown of relationships. With a responsibility for Risk, I had to challenge behaviours which could have resulted in unacceptable levels of risk whilst still maintaining a collaborative working relationship. EY was (and remains) very committed to promoting a diverse and inclusive workplace and as part of the leadership, I was involved in several initiatives to help drive that agenda.
- As a partner leading transaction teams, a core skill is to be able to analyse complex situations, distil key issues and communicate findings to mixed audiences. I would also like to highlight my role as the Skilled Person reporting to the High Court on the Santander plc Ring Fencing Transfer Scheme which necessitated coping with

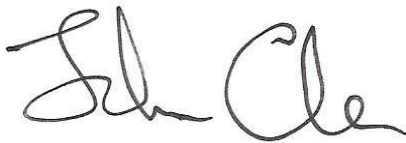
complexity, large quantities of information and finding new solutions as the role was itself newly created.

- As a partner representative on EY's Governance Councils I have had practical experience of challenging management in a collaborative environment. As part of that role I was on the firm's audit committee which had the normal responsibilities of an audit committee (EY in Europe and the UK is externally audited) and also on the finance committee responsible for the oversight of the firm's costs.
- Until retirement I was a member of the firm's risk committee responsible for reporting to the Board on all matters of risk and making recommendations as to mitigating actions.

At a practical level, I can confirm that I have the time available to devote to the University and that am legally eligible to be both a director and a trustee.

It would be a privilege to be able to contribute to the work and the development of London South Bank University and I look forward to hearing from you.

Yours sincerely



John Cole

DR JUSTINE STEPHENSON
Curriculum Vitae

PROFILE:

- Experienced non executive director in the public sector.
- Commercial lawyer with experience working in the City, in house and in Public Private Partnership.
- Impressive personal skills, a natural ambassador.
- Excellent evaluation and problem solving skills.
- Proven ability to manage and deliver projects.
- Ability to challenge and question to bring about change.

CAREER HISTORY:

Association of Litigation of Funders of England & Wales ("ALF") (June 2013 - Nov 2017)

- General Counsel to the ALF, an independent body delivering self regulation of litigation funding in England & Wales.
- Responsible for the running of the company including ensuring that the company meets its statutory and regulatory requirements, confidentially assessing membership applications, financial reporting, instructing external lawyers and Counsel, running contested elections for director positions, attending meetings with Government departments, goal setting and strategic planning of the ALF.

University of West London (October 2008 – July 2017)

- Non executive director responsible for providing strategic direction, challenging the executive to ensure the effective management of the University, to plan its future development.
- Successful executive oversight and transformational experience, resulting in increased turnover to circa £93 million with operating surplus of £10 million and increasing recruitment by 16%.
- Chair of the Student Liaison Committee responsible for improving and re-defining the student/customer experience, strengthening the relationship between the Student Union and the Board to ensure the student voice is heard.
- Overseeing major capital expenditure programme of £50million delivering additional infrastructure.
- Chair of employee disciplinary hearings and appeals.
- Member of the recruitment and selection panel for new non executive directors.
- Member of the Governance & Nomination Committee & Remuneration Committee
- Lead governor of the School of Law.
- Voted top modern university in London by The Times & Sunday Times Good University Guide 2018 & first place for teaching quality & student experience.

NATS Limited, London (January 2004 – January 2007)

- Legal advisor for a world leading PPP company specialising in air traffic management.
- Responsibility for negotiating and drafting commercial contracts, advising on risk allocation and ensuring compliance with regulatory requirements and safety standards.
- Legal responsibility for the Airports division including successfully bidding for new work (domestic and international) and developing relations with existing customers.
- Advised on the transformation of the supply chain management, saving internal costs and reducing external legal spend.

- Experience of liaising with the governing body CAA and working within a regulated environment.

Squire Patton Boggs, London (October 2000 – October 2003)

- Solicitor in the Commercial and IT Group of a global law firm.
- General legal advisor for one of the largest independent wine distributors in UK.
- Experience of managing a team to provide due diligence support on corporate transactions.
- Provided commercial training to clients and advice on restructuring of supply chain management and the procurement of legal services.
- Seconded to a household IT provider.

Pinsent Masons, Leeds & London (September 1996 – September 2000)

- Successfully completed a training contract and qualified as a solicitor into the London office, specializing in general commercial work for a range of clients from FTSE 100 companies to internet start ups and private individuals.
- Seconded to a client (trading company) during a management buy out.

QUALIFICATIONS/EDUCATION:

College of Law, York (1994 – 1995) Diploma of Legal Practice: Commendation
Thames Valley University, London (1991 – 1994) LLB (Hons): 2:1
University of West London (2018) - Honorary award of Doctor of Law (LLD)

ADDITIONAL INFORMATION:

Charity Work – Member of Barnardo's Fund Raising Social Committee successfully organising fund raising events (1999 – 2010).

Directorships – Director of profit making limited company responsible for undertaking the freeholder's responsibilities and obligations in respect of 13 leasehold flats.

DR JUSTINE STEPHENSON Supporting Statement

I am a qualified lawyer with an honorary doctorate of law awarded in recognition of my career and my work at the University Of West London ("UWL"). My career has been broad ranging having worked in private practice in the City as well as in house as general counsel, allowing me to gain extensive commercial and business management experience. I served on the board of UWL as an independent governor for the maximum period of 9 years.

When I first joined the Board UWL was a failing institution, highly likely to close or merge with another institution. It was on the "at risk register" of HEFCE with 12 successive years of financial losses. It was imperative to critically consider the strategic direction the University was to go in. Considering what 'success' may look like, I debated and challenged the executive to agree a new bold strategic plan to transform every aspect of the curriculum, teaching and learning, employment outcomes and the student experience. The 'turnaround plan' was successful. UWL was transformed from a failing university to one which is presently considered to be a leading modern university.

I chaired the Student Liaison Committee focusing on the customer experience during a turbulent time when the student voice was gaining strength with the introduction of fees. My work here was invaluable. I re structured the student union ("SU") to ensure that its strategic plan was aligned with that of UWL. Given the cuts to public funding it was necessary to ensure that the SU was profitable and able to rely on its own income to fund expenditure. Commercial revenue was prioritized. The SU now receives reduced funding from UWL and it has amassed sufficient funds to be able to contribute to capital expenditure for the re development of the SU building. The SU has recently been voted the Number 1 SU in the country.

I am comfortable acting as a 'critical friend' to managers and the leadership team and fully understand how to guide, support and provide challenge to the executive team without being controlling and overbearing. I have excellent ambassadorial and networking skills and am able to foster and promote a collaborative team environment, working collegiately as an effective board member. One such example was ensuring that Wednesday afternoons were a free period on the academic timetable to allow all students to participate in non curriculum activities. Without securing the buy in of the stakeholder and key organisations, it would not have been possible to successfully achieve this.

Whilst working in private practice, 3 different law firms selected me for secondment to leading clients to act as an ambassador of the law firm and help cement the close working relationship. Throughout my career I have demonstrated the confidence to deal with difficult situations sensitively. I chaired staff and student disciplinary hearings for UWL, having to assess written and oral evidence often of a sensitive nature.

Recently I have been working as the General Counsel of the Association of Litigation of Funders of England & Wales (the "ALF"). The ALF was set up by the Civil Justice Council ("CJC"), an advisory public body, to self regulate third party funding in litigation. I joined the ALF at the embryonic stage and worked with the Board to develop its governance, ensuring that its Code of Conduct remained fit for purpose. I was also responsible for the day to day running of the company including the financial management, assessing the suitability of new members and monitoring any complaints and grievances that may arise.

This statement highlights examples of the experience that I have which I consider to be relevant to LSBU. With the cuts to public funding and the uncertain economic environment, I understand the challenges LSBU faces. Education can be transformational and I would be honoured to use my experience to help further a cause that I believe in passionately.

MARK LEMMON
Curriculum Vitae

- Executive Vice Chairman / Chief Executive of successful infrastructure equity fund for Middle East, North Africa region
- Senior Banker: built and managed very successful structured financing businesses for the HSBC Group
- Developed a world class global project and export finance business with HSBC

EXECUTIVE EMPLOYMENT HISTORY:

Mena Infrastructure Fund 2008 - 2017

Chief Executive Officer April 2008 – July 2014

Executive Vice Chairman August 2014 – January 2017

- Led the GP Investment team ("MENA IF (GP)") of this well performing , fully invested US\$300 million infrastructure equity investment fund
- The fund made investments in a container port operation in Egypt (2008), a power plant company (IPP) in Oman (2009), a Greenfield power plant transaction in Saudi Arabia (Qurayyah IPP- the largest ever combined cycle gas fired power plant anywhere in the world)(2012) and a power generation and water desalination plant (IWPP) in Oman(2013).
- To date (end September 2018) the fund has generated a cash yield of 6.6 %% and its portfolio has a Gross IRR of 14.3 % .
- The Fund has completed its first two exits in 2016 – being the sale of its shareholdings in UPC IPP (in Oman) and in AICT (the port operation in Egypt), achieving IRRs of 16.9% and 17.5% respectively .
- MENA IF GP voted "Infrastructure Investors" Middle East infrastructure fund manager of the year (2009, 2010, 2011 , 2012 and 2013) and Best Infrastructure Fund for the MENA region (2012) by World Finance Group).

HSBC Holdings Group 1983 - 2008

2003- March 2008

Deputy Chief Executive, Project and Export Finance (PEF), HSBC Group

- Developed this business to generate US\$200m revenues (3 x 2003 revenues) with headcount of 220 across 17 offices globally within 4 years;
- PEF won Global Project Finance Advisor of the year 2007 (Thompson PFI Magazine);
- League table number 1 for project advisory and numerous other awards and high league table rankings confirm the global leadership position achieved for these businesses. His responsibilities, in addition to Project and Export Finance include directing HSBC's global forfeiting business (centered in London and Singapore) which has grown to be preeminent among international banks;
- Wide spread of international sector transaction experience and senior client relationship contact across infrastructure, energy, power and analogous industries.

1998- 2003

Senior Director- Project and Export Finance, HSBC

Headed sector business units and transaction teams responsible for winning and closing project advisory and arranging mandates in power and infrastructure sectors in EMEA. His successful leadership of project finance mandates included:

- Power and desalination advisory mandates for ADWEA;
- Creating the framework for power and desalination project finance in the Kingdom of Saudi Arabia and closing the first major IWPP there for HSBC's client- the Water and Electricity Company (WEC);
- Advising the Tubelines consortium on their successful bid for one of the London Underground rail concessions
- Leading HSBC's team which successfully undertook the mandated lead arranger role for EADS on the UK MOD PPP / PFI Skynet 5 satellite financing transaction.

1996- 1997

Export Credit Guarantee Department (UK Government Export Finance Agency).

Director (Assistant Secretary level) : Head of Policy Group (covering Buyer and Supplier Credits Project Finance and Marketing) .

This 2 year secondment by HSBC to ECGD provided Mark with very worthwhile understanding of Government and public sector administration at a senior level.

1983-1995

HSBC Bank

Worked in and led various structured and corporate lending teams. Head of the team responsible for HSBC's major corporate relationships in the UK. His product/sector experience included acquisition financing (spanning trade purchases, MBOs and hostile bids of quoted and private companies) and commercial property investment financing.

1981- 1983

Guinness Mahon, Bankers

1979-1981

Grindlays Bank

QUALIFICATIONS

Chartered Accountant (qualifying as ACA with Touche Ross, now Deloitte, in 1977- FCA in 1982).

Chartered Tax Advisor (Institute of taxation) (ATII /CTA)

Fellow of institute of Chartered Arbitrators (FCIarb)

Associate of Chartered Institute of Bankers (ACIB)

Post Graduate Diploma in Property Investment (RICS)

DFSA Approved (Investment Management SEO) / FSA approved (Corporate Finance)

Msc Accounting and Finance (London School of Economics)

BA (Hons) History (University College London)

Other Professional

Non Executive Director/ trustee and Chair of Audit Committee Quo Vadis Trust (social housing company) from June 2017 – current.

Non Executive Director/ Audit Committee member and Pension Fund trustee Shoreham Port Company Authority (from Jan 2018 – current)

Chairman Enviromena Power Systems LLC (UAE) (from September 2018 – current)

Hybrid Air Vehicles Ltd . (April 2016 – current).

Senior Board Advisor – part time consultant to this innovative aerospace company.

Non executive director roles on the boards of the all the companies in Mena Infrastructure's investment portfolio (including Vice Chairman of two publicly listed companies in Oman) and various related intermediary holding companies (2008 – 2018);

Executive / Non Executive directorships of a number of trade finance , residential mortgage lending and hotel investment subsidiary companies in the HSBC Group (1989 – 2008) ;

Numerous publications and frequent speaker at conferences ;

Member of HSBC Group Equator Principles Policy and Implementation Committee;

Lay member of the UK Bar Council (barristers)Professional Conduct and Complaints Committee for 6 years (1998 – 2004);

HSBC delegate attending HMG Top Management Programme (TMP 42) in 1995.

Other Personal

Married with three children;

Interests include many sports (playing and spectating), performing arts , reading and travel ;

Trustee and Committee member Friends of Brompton Cemetery

MARK LEMMON
Supporting Statement

Summary of key attributes for this role

- Extensive experience of further education including teaching post and four post grad qualifications
- Deep background in strategic planning, decision making and governance at Non Exec and Senior Exec roles
- Successful senior career in financial services sector
- Commitment to constructive partnerships with colleagues and stakeholders
- Experience and Career Evidence
- Deputy CEO HSBC's global project and export finance business, Chief Executive MENA Infrastructure (private equity investment fund for Middle East/ North Africa
- Advisor to PPP / PFI bids, Assistant Secretary ECGD, financial advisor to overseas govts
- Attended the government's Top Management Programme as HSBC's senior management delegate – interfacing with undersecretaries in various government departments as well as other leaders from the private, NGO and charity sectors.
- NED, Chair, Vice Chair to power generation, port owners / operators, and solar power EPC contracting, operating and developing companies
- Extensive ED experience (trade finance, retail mortgage provider and hotel companies – subsidiaries of HSBC Group), Vice Chair of two listed public companies in power gen and water desal sectors
- ICAEW Chartered Accountant (FCA), investment banker, equity investment manager with good experience / skills of/for acquisitions and disposals. Audit Committee Chair.
- Good experience of setting board agendas and ensuring all key matters are appropriately addressed. Excellent track record for ensuring best governance and strong organization controls exist and operate effectively within a company.

Characteristics

- Always worked effectively and collaboratively in teams with others (including others from different professional backgrounds and cultures), co-operating to produce the best results through constructive partnership, making collective decisions and abiding by, supporting and taking responsibility for such decisions.
- Extensive experience of recruiting senior professionals and the maturity and experience to support and advise a CEO and senior executive team while ensuring they are accountable and challenging with courteous, intellectual rigour when required.
- Well Aware and committed to the seven principles of public life

Many thanks,

Mark Lemmon

MIKE NEWTON
Curriculum Vitae

PROFILE

An award-winning, entrepreneurial and engaging CEO with 40+ years of experience within Financial Services, now seeking to transition to Non-Executive roles. Financially astute, he has led business modernisation, growth and transformations turning £75m losses into £25m profits; creating robust strategies to drive businesses growth and added value for all stakeholders. Adapts quickly to challenging environments, leads and develops high performing teams from 175 to 15,000 employees. Adopts international standards to measure success. Determined, resilient with advanced interpersonal and communication skills.

KEY SKILLS

| | | |
|---|--|---|
| Insurance & banking industry knowledge Commercially focused Business transformation & growth Strategic planning Leadership General management Operational management & development Start-ups – SME's | Relationship & stakeholder management Financial management Full P&L accountability Business development Negotiation Governance & risk management Customer focused Sales, and sales management Mergers & acquisitions | People management Coaching & mentoring Problem solving Analytical Results driven Resilient Tenacious Creative Change, program and project Management |
|---|--|---|

KEY NON-EXECUTIVE ACHIEVEMENTS

- Nominated by industry peers to the board of the Egyptian Insurance Federation, to represent the sector. Scrutinised and provided guidance on all board issues including business planning and changes in regulation.
- As a Board Trustee of LV= Pension Scheme scrutinised business and operational plans, monitored performance and risk, and supported and guided negotiations with the sponsoring company to repay the funding deficit.
- A member of the LV=Pension Scheme Investment Committee: ensured strong governance over c.£5bn funds.
- A Non-Executive Director of non-life LV= insurance companies provided independent scrutiny, support, guidance and constructive challenge: profits increased 330% to £30m and GWP increased 45% to £1.2bn.
- As a Chairman of an Education Trust, delivered a governance structure providing the executive with independent guidance and scrutiny to support the turnaround of the under-performing schools.
- As a Non-Executive Board Trustee and Treasurer of a Pre-School Playgroup, supported the CEO in the appointment of a successful fundraising team to secure the playgroups future funding.

NON-EXECUTIVE CAREER

May 2018 to date Chairman Somerset Road Education Trust

- Working with the CEO guided and delivered significant changes in governance including strategic planning, risk management and improved education for all.

September 2013 to January 2016 NED The Egyptian Insurance Federation

- Provided support and scrutiny to strategic and operational plans including proposed changes to the law.

March 2010 to February 2011 NED Highway Insurance Company Ltd and Liverpool Victoria Insurance Company Ltd

- Delivered strong governance to this group of companies, scrutinising strategy and implementation, ensuring the businesses worked within an, agreed risk appetites and delivered superior performance. In 2010 the company announced a 330% increase in profits to £30m and a 46% increase in business to GWP £1.2bn

April 2006 to February 2011 NED LV= Pension Trustee Ltd

- Provided strong governance to various pension schemes with investments of c.5bn+. Scrutinised strategic plans, operational performance and risks. A member of the investment committee.

2003 to 2007 NED Stepping Stones Pre-School Nursery

- As Trustee and Treasurer helped secure the financial future of this charity.

1998 to 1999 NED Westbury Lea Junior School

- As a school Governor delivered strong governance over the school plan, particularly the financing.

KEY EXECUTIVE ACHIEVEMENTS

- Transformed and grew a life insurance business, turning 2012 losses of \$0.5m into 2015 profits of \$7.5m. Voted Most Innovative Insurer in the MENA region and The North African Insurer of the Year.
- Steered the sale of a life business for \$100m+, after leading the workforce through the 2013 Egyptian revolution.
- Closed a UK bank, a first ever in the UK, returning all shareholder capital.
- Transformed a B2B partnership business, growing sales, selling businesses and turned a £10m loss into a £15m profit.
- Led 15,000 employees across 1,100 branches, with a budget of £350m to improve sales and service to 7m customers.
- Created and led a multi-disciplined team to develop programs to remove £1bn from the Lloyds TSB cost base.
- Delivered the £250m+ merger of TSB and Lloyds Bank, enabling benefits of £1.5bn and the launch of Lloyds TSB brand.
- Redesigned the Lloyds Banks' bank assurance business turning a £75m loss into a £25m+ profit.

EXECUTIVE CAREER HISTORY

**Jul 2012 to Jan 2016 Commercial International Life Insurance Co' (a Legal & General Egyptian joint venture)
Managing Director**

Managing Director reporting to the board, modernised and transformed a loss-making life insurance business into one that delivered planned profits and sustainable added value. With a nationwide workforce of 375+, secured accreditations from international agencies, differentiating the business to gain competitive advantage. Launched a new digital strategy, provided ecommerce services to corporate customers and served as a Non-Executive Director of the Insurance Federation of Egypt.

**Mar 2011 to Jun 2012 Wessex Lodge Ltd
Chief Executive Officer**

Provided consultancy and interim management, won a £75,000 contract from KPMG.

May 2004 to Feb 2011 LV=

Chief Executive, Banking Services Ltd - June 2007 to February 2011

With the business making losses, delivered robust governance and risk management and closed the bank.

Group Chief Operating Officer – March 2010 to February 2011

Reporting to the CEO: led the IT team of 500 people, budget £70m p.a. and delivered a strategic review of systems.

Managing Director, Affinity and Corporate Partnership business - July 2006 to September 2009

Chief Executive then Director, Financial Advice Services Ltd - July 2005 to August 2009

Delivered the strategic review and recovery of this loss-making B2B business that employed 200+ people. Sold and closed businesses built a telephone life sales team and a digital sales capability, to deliver a £25m financial turnaround.

Group Director Sales, Financial Services - May 2004 to June 2006

Reporting to the CEO, secured £110m and 600 people to improve profits by £50m, a 25% increase over 3 years.

Sept 1972 to Dec 2002 Lloyds Banking Group

National Sales Director, UK Retail Banking - July 2001 to December 2002

Branch Network Director, UK Retail Banking - July 2000 to June 2001

Previously employed in various other Lloyds Banking Group jobs including Managing Director, Program Director- merger of TSB and Lloyds Bank, Head of National Sales; Program Director- Transformation of the Banc Assurance business; Regional Manager; Branch Director and PA to the bank CEO

RASHDA RANA
Curriculum Vitae

EDUCATION

Cambridge University
BA (Hons) Philosophy; M.Phil;

City University, London
Dip Law

Sydney University
Dip Law

**PROFESSIONAL
QUALIFICATIONS**

Inns of Court School of Law, Gray's Inn, London
Bar Vocational Course (Bar School), specialising in
International Trade and Taxation

Bar of England & Wales (1990) (Middle Temple)
Bar of NSW, Australia (1994)

Appointed Silk (NSW Bar) (2014)

IBA/College of Law, Guildford
Diploma in International Legal Practice (2005)

Accredited Mediator: NMAS and CEDR (2005)
CIArb/Oxford University

Diploma in International Commercial Arbitration (2006)

Adjunct Professor (2009-13), Sydney University Law School
Certificate in Management Strategy and Leadership – Australian Graduate School of Management
(2010)

CCL Academy London
Compliance Officer Training
Anti-Money Laundering Training

Appointed ICSID Panel of Conciliators by Chairman of World Bank (2017)

CAREER HISTORY

Nov 2018 – Present **Acciona Infrastructure Australia**
Senior Project Counsel on **Sydney Light Rail** Project (contract role)

Role overview:

- Providing advisory support to senior management concerning alternative dispute resolution process between the Principal, Project Co and D&C Contractor on a claim of \$1.2Bn;
- Managing litigation and arbitrations;
- Providing advice on, drafting and negotiating construction infrastructure contracts;
- Providing day to day strategic and commercially astute advice on all construction and infrastructure related activity;
- Actively managing and mentoring a small legal team;
- Working end-to-end in making structures simpler and better for the Commercial team.

2017- Present **RANA IDRS** – External GC / Project Strategist / Consultant

Role overview: Dealing with broad range of issues involving corporate, commercial, banking & finance, insurance, regulatory (globally), insolvency, construction and taxation law, including:

- Acting as GC/Consultant for a number of different companies in different sectors (insurance, construction and banking), particularly during corporate structural change; leading and managing in-house teams;
- Advising FCA (UK) on compliance, governance and consumer credit issues and FRC (UK) on issues involving misconduct by accountants and actuaries
- Acting on the transactional framework for a number of different zero carbon emissions projects (including with First Solar, AGL, Energy Australia, Grocon and Lend Lease);
- Leading and managing transactional teams on PFI/PPP projects for Contractor JVs;
- Advising a number of FTSE Boards on compliance & governance (including Barclay Mowlem, Deloitte, Rolls Royce, Brookfield Multiplex, Barclays Bank and HSBC);
- Advising insurers over coverage issues arising out of the collapse of a major corporation;
- Winding up a corporate trustee – advising liquidator on sale of trust property - right of indemnity out of the trust assets for expenses and liabilities incurred on behalf of the trust and a right of exoneration from liability (HK);
- Investigation into possible fraudulent activity for major insurer (UK);
- applications for cross-border judicial assistance in asset tracing and recovery in Austria following Mareva order in London (company defrauded by ex-director);
- claim by EU-based investor and offshore pension trustees against stockbrokers for negligent investment advice and management of funds;
- secret pre-action discovery against trust company in relation to dealings with a US judgment debtor
- development of banking documentation creating Sharia-compliant Islamic mortgage finance scheme for Malaysian Bank;
- development, preparation, convening, organising and conducting a 9 day Diploma Course for the CI Arb

Sept 13- Dec 2016 **39 ESSEX CHAMBERS, London, Singapore, Kuala Lumpur and Australia**
Barrister, Arbitrator, Mediator, Academic

Role overview: Dealing with broad range of issues involving insurance, corporate, commercial, banking & finance, regulatory (globally), insolvency, construction and taxation law. Representative matters included:

- Leading and managing disputes/litigation teams on a variety of major disputes internationally;
- Acting for engineering subcontractor on mining dispute in South Africa;
- Acting for Cancer Research Fund on a range of commercial disputes

- Acting for insurer over liability and coverage issues concerning the sale of computer software;
- Acting for major multi-national oil company in claim against underwriters relating to damage to a fibre-optic cable linking its oil refining facilities to mainland Singapore
- Acting for regulatory authorities as well as, on other occasions, for directors and companies on a variety of compliance & regulatory matters
- Acting for major banking & financial services organisations on matters involving prospectuses for investment products
- Training on compliance and regulatory matters to a variety of different companies in different industry sectors (banking & finance, insurance, construction, real estate, property development)
- Advised a variety of banks on appropriate policy, procedures, implementation and follow-up of risk review and assessment
- Acted in numerous matters involving commercial matters in the banking & finance services industry
- Acted as counsel in numerous matters concerning construction and infrastructure

Oct 09 – Feb 12

LEND LEASE PROJECT MANAGEMENT & CONSTRUCTION, Sydney Australia (Head Office) *(Formerly known as Bovis Lend Lease)*

General Counsel, Asia Pacific

Responsibilities and achievements included dealing with a broad range of issues involving corporate, commercial, insurance (globally), tax, insolvency and construction law, including:

- Responsible for risk assessment and management. Undertook a global risk assessment for insurance purposes to all projects and ensuring any gaps in insurance adequately covered
- Dealt with a broad range of legal, commercial and corporate issues in the Asia Pacific region and, in some cases, globally
- Undertaking the due diligence as Team Leader for the acquisition of the Bilfinger Berger companies (Abigroup, Boulderstone Hornibrook and Conneq), including compliance status of target companies
- Undertaking a global risk assessment of the insurance gap
- Corporate responsibility for health and safety
- Global review, assessment, devising and delivery of all anti-bribery & corruption training
- Global review, assessment of all anti-money laundering training
- Liaison with regulatory authorities including on investments, mergers, acquisitions and trade practises activities
- Corporate responsibility and consumer laws
- Built a team from scratch, supervised 16-17 legal counsel, in Asia Pacific
- Assisting on property matters concerning London Olympic Village
- Overall responsibility for Barangaroo (\$6bn regeneration project in Sydney)
- Led sensitive projects such as the ASIO Building and the rehabilitation and upgrade of the only Munitions factory in Australia
- Conducted all negotiations and drafting of all contracts (including debt and equity) on behalf of the D&C JV on 4 different the PPPs (including aborted Sydney Metro PPP in 2009)
- Advised Global Board on all project reviews and risk reviews
- Devised and taught various teaching programs to the businesses, including:
- Training - D&O obligations to all directors of every company globally
- Project Risk Assessment Course

Key accountabilities included:

- Leading and managing the delivery of quality and cost effective legal services to drive achievement of client service standards and the business' goals
- Leading the conduct and management of relationships with key businesses to support provision of solutions to complex legal matters that are responsive to client needs

- Determining organisational direction, overseeing business matters including strategy planning, policy, workforce planning and risk and legal matters ensuring sound governance and management of budgets, staff and resources and the achievement of corporate policy and direction in the management and operation of the organisation
- Providing leadership to the Executive group, providing counsel, direction and development opportunities to ensure organisation, personal and professional development objectives are achieved with a strong focus on the development of future organisational leaders
- Provide development, advice, performance feedback and guidance to legal counsel and provide direction as required to ensure the required levels of skills and performance
- Leading the development, implementation, monitoring, review and evaluation of a governance framework to support and drive informed and ethical decision making for the business
- Fostering a culture and philosophy of co-operation, quality people management, commitment to excellence and strong professional ethics, to ensure the client continues to meet and achieve the business' priorities
- Reviewing and Training all Senior Executives and all directors of the Group on bribery & corruption and anti-money laundering matters arising from UK, Australian, Chinese, Singaporean, Malaysian and USA legislation and consequences for whole Group of Companies, including the investment arm
- Providing training on anti-money laundering legislation to mid-tier and other management
- Liaising with regulatory authorities on all matters.

Jun 09 – Oct 13 **SYDNEY UNIVERSITY, Adjunct Professor teaching Law**

Established and taught international commercial arbitration at the Law School, the first course of its kind in Australia

During this period, published a book to complement her undergraduate course at Sydney University

Jul 08 — Jun 09 **HOLDING REDLICH, Sydney
Partner Construction & Infrastructure Dispute Resolution**

Engaged to establish a construction dispute resolution team

Representative matters included:

- Acted as counsel in a number of oil, gas and energy matters, including for Rio Tinto
- Acted as counsel in numerous Mining and Water disputes
- Acted for the Bluewater Joint Venture (John Holland and Veolia) in relation to issues arising on the construction of the Sydney Desalination Plant
- Acted for EDI Downer on various projects (transactional and dispute resolution)

Jun 05 – June 08 **HAILSHAM CHAMBERS, London - Barrister & Arbitrator**
Construction, professional negligence, commercial and insurance

Representative matters included: Acting for major international construction companies, for example:

- Multiplex (Wembley Stadium)
- Advising brokers in relation to a coverage dispute with E&O underwriters concerning the placing of professional indemnity insurance of a major building contractor
- Acted for Zurich in drafting specific insurance policy to cover unusual risks in Defence and infrastructure projects

- Bovis Lend Lease (on a number of different projects – insurance and commercial matters including risk management)
- Dealt with a variety of regulatory matters for and against the FSA (forerunner of the FCA)

Aug 94 – May 05 **NIGEL BOWEN CHAMBERS, Sydney – Barrister**

Commercial, specialising in Building & Construction law, Insurance, Banking & Finance law, Tax & Insolvency law advisory and advocacy on major litigation

Representative matters include:

- Acted as counsel for regulatory authorities as well as, on other occasions, for directors and companies on a variety of compliance & regulatory matters
- Acted for major banking & financial services organisations on matters involving prospectuses for investment products
- Appeared for Citibank in a lengthy and complex case brought by the National Mutual Group of Companies against Citibank as a tort-feasor in respect of 132 of its customers who were also investors in financial products sold by the National Mutual. The alleged liability involved the negligent provision of services to the borrower/investor; in particular, the negligent provision of investment advice
- Fraud prosecutions for the DPP (concerning former Commonwealth Bank employees involved in procuring loans by deception; concerning National Australia Bank employees involved in a skimming scam)
- Appeared for the liquidator of the Linter Group (one of the largest liquidations in Australian history) in a claim by debenture holders (headed by Allstate Insurance) with an approximate value US\$200 million, involving misleading or deceptive statements in a prospectus and advice and conduct of various claims on proofs of debt amounting to over AUS\$1 billion. This case also involved the interpretation of D&O policies
- Other Barnes v Addy type claims involving restitutionary principles including a matter in the Supreme Court of Western Australia, Karri Oak Limited (in liquidation) & Ors v St George Bank Limited (claim for approximately \$10 million)
- Acted for a number of different companies in different sectors (banking, pharmaceuticals, insurance, construction, mining and energy) in civil prosecutions, including where criminal sanctions could be applied
- Advised and acted for the Australian Government in relation to various defence contracts, including Collins Class 1 submarines
- Various commercial cases including for Holly Valance arising from her sacking her manager; for the Ambulance Service; for the Catholic Church
- Acted extensively for Abigroup in relation to the construction of Superdome (Sydney 2000 Olympics venue). Acted for Abigroup in many other disputes including a dispute about the construction of a spillway to Warragamba Dam
- Other disputes involving other Olympic venues including the International Aquatic Centre against the State of NSW (for Bovis Lend Lease, the main contractor), for Multiplex on the Olympic Stadium (including its conversion post Olympics) and the earthworks contract for levelling whole of the Olympic Park site (successfully arbitrated for Daracon Engineering Pty Limited)

Jan 90 – Dec 94 **ATKIN CHAMBERS, London- Barrister & Minter Ellison, Sydney**
specialising in Building & Construction law

CHARITABLE/NOT-FOR-PROFIT ORGANISATIONS: BOARD & COMMITTEE POSITIONS

Co-Founder (2017-present), The Alliance for Equality & Diversity in Dispute Resolution
President (2014-2017); Treasurer 2010-14, Director 2008-2010, ArbitralWomen
Director, Fundraising & Development Board Personal Support Unit (2015-2018)
President (Chair 2013-14; Director 2008-14), Chartered Institute of Arbitrators (Australia)
Founding Director (2009), Vice Chair (2011-13), Society of Construction Law Australia Pty Limited
Director, ACICA (2010-15)
Chair (2016-present), Examination Board, Standing Committee of the CI Arb (London)
Chair (2013-15), Education & Membership Standing Committee of the CI Arb (London)
Co-Chair (2013-present), Dispute Resolution Subcommittee of the IBA International Construction Projects Committee of the IBA
Secretary (2009-13), Negligence & Damages Committee of the IBA
Chair (2000-2005), Equal Opportunities Committee Bar Association

MEMBERSHIP OF INDUSTRY ASSOCIATIONS

Fellow International Bar Association (IBA)
Fellow Commercial Law Association of Australia
Fellow Chartered Institute of Arbitrators (FCI Arb)

Member ComBar;
Member TecBar;

TEACHING EXPERIENCE

Former Chair of Examination Committee, NSW Bar
Faculty NSW Bar Practice Course teaching Evidence, Cross Examination, Advocacy and Court Etiquette
Former Adjunct Professor Sydney University Law School
Visiting Lecturer, Aberdeen University
Visiting Lecturer, Faculty of Advocates Edinburgh
Principal Program Developer for all Pathways CI Arb (All Modules)

Teaching senior executives of banks, construction companies and insurance companies requirements for Governance, Risk and Compliance, incorporating anti-bribery and corruption and anti-money laundering components

Devising and teaching a variety of different courses, including requirements of MIFID, arbitration in banking & finance (on the ISDA form of Master Agreement), development of course on Islamic banking and finance arbitration (with the CI Arb and INCEIF Global Islamic University), construction law, banking law and contract law. Adjunct Professor at Sydney University teaching International Commercial Arbitration.

Course Director for the International Commercial Arbitration Diploma course, a Chartered Institute of Arbitrators course since 2007.

PRESENTED AND PUBLISHED PAPERS

A **full** list of Rashda's papers and publications can be made available on request. Examples include:

- Good Faith in Common Law (Dubai)
- New Suite of FIDIC Contracts (Singapore)
- Guerrilla Warfare in Arbitration (Singapore)
- Expectation Loss and Reliance Loss (NZ)
- Pure Economic Loss in Construction: Position in England & Australia (Singapore)
- Minority repression suits under Malaysian Companies Legislation (Malaysia)
- Investigation and Prosecution of Financial Crimes: the Role of the Lawyer (London)
- The Impact of Human Rights on Commercial Law (Paris)
- D&O policies (Various)
- Duties of Directors and Officers
- Global Corporate Responsibility (NY)
- Bribery & Corruption – A Global Phenomena requiring a Global Response (Brazil)
- Anti-Money Laundering Measures on a Global Plain (Various)
- Fair Trading and anti-competitive behaviour (Various)
- Anti-corruption Measures in Infrastructure: From Preaching to Practice (IBA Dubai)
- Mediated Settlement of War (The Hague)
- Court Etiquette (Various Bar Associations)
- Immunity of Crown in Right of State
- Liability for assistance in breach of trust
- Breach of warranty in insurance
- Give me a Break! Interim Measures – Emergency Arbitrator (IBA Tokyo)
- The Growth of In-House Counsel in Asian Businesses (Kuching)
- Hot Topics in Damages - Consequential Loss (IBA Boston)
- The Use and Abuse of Multi-Tiered Dispute Resolution Clauses, (IBA Boston)
- Contract Termination: the Good, Bad and Ugly, Australian Government Solicitor (Canberra)
- Implied Obligations in Construction Contracts (Singapore)
- Tapping Asia's Growth, (Penang)
- Limitation of Liability: How Have the Risks Changed Post GFC (HK)
- Impact of Cultural Differences on Dispute Resolution (IBA Kuala Lumpur)
- Lawyers' Liabilities to Third Parties and Clients (IBA Dubai)
- The Liability of Attorneys to Clients & Third Parties (Vancouver)
- Examining Legal Liabilities Behind Key Clauses (Vancouver)
- PPP's and Risk Allocation (HK)
- PPPs: The Tension between Finance & Construction (Dubai)
- Advocacy Skills Master Class (London & Edinburgh)
- Use and Abuse of Documentary Evidence and the Requirements of Documentary Proof
- Bound by the Rules of Evidence
- Equitable Remedies
- Restitutionary Claims
- Insurance and Settlements
- Barnes v Addy and restitutionary claims
- Contribution between joint tort-feasors
- Unconscionable conduct claims
- Quantum Meruit
- Jurisdictional and non-jurisdictional error in Administrative Law

PUBLICATIONS

- International Commercial Arbitration, Rana & Sanson, Thomson Reuters (2011)
- Mediation Techniques, IBA e-book publication (chapter on “Preparing to act as counsel in a mediation”)
- ‘Alternative Dispute Resolution in Asia – a handbook for in-house counsel’ (LexisNexis, Singapore, Nov 2014)
- Book Review: Jan Paulsson’s ‘The Idea of Arbitration’ published in Transnational Dispute Management (Sep 2014)
- TDM/ArbitralWomen Special Edition edited by Rashda Rana SC and Louise Barrington currently in preparation: ‘Dealing with Diversity in International Arbitration’ (launched in London on 2nd July 2015)

RASHDA RANA SC Supporting Statement

Rashda has extensive experience in international legal practice gained across UK, Europe, Australia and the Asia Pacific region. She has worked as counsel in a number of international jurisdictions including London, Australia, New York, Paris, Milan, Brazil, Hong Kong, Singapore, Malaysia and China on both litigious and arbitrated matters.

She has significant experience in a senior in-house role as General Counsel at one of the world's leading project management, design and construction companies operating in more than 30 countries worldwide. As GC, she was involved in a number of high-profile international projects, the development business in Asia, the acquisition and integration of another major group of companies, the Group's financing arrangements on a number of PPPs involving numerous overlapping institutional stakeholders' interests and led the team on a range of major disputes.

Rashda has extensive experience in representing and advising local and international clients in a broad range of contentious and non-contentious multi-party matters, including joint venture and partnership disputes. She has advised on and conducted major commercial, banking, insurance, insolvency, maritime, tax, regulatory and construction & infrastructure litigation, arbitration and mediation involving wide ranging issues. She has also been involved in a number of cross-border insolvency and restructuring work including fraud, receiverships, asset tracing and corporate recovery, including a considerable number of distressed funds matters: acting for liquidators, directors, fund managers, creditors and investors of failed investment funds.

Rashda has also been Adjunct Professor teaching law at Sydney University Law School. She devised the undergraduate course in international commercial arbitration and it was the first of its kind in Australia.

She has been appointed as arbitrator in a large number of domestic and international commercial arbitrations, both institutional and *ad hoc*. Rashda is an experienced CEDR accredited mediator and has conducted mediations across the globe. In September 2017, she was appointed to the ICSID Panel of Conciliators by the Chairman of the World Bank.

Rashda is an active member of a number of significant not-for-profit industry associations, including as co-founder of The Alliance for Equality in Dispute Resolution, former President of ArbitralWomen, Founding Secretary of Society of Construction Law Australia (SoCLA) and the Past President of the Australian Branch of the Chartered Institute of Arbitrators (CIArb).

Rashda has regularly been recognised for her work, including most recently in:

Outstanding Contribution Award : Equality & Diversity Leader Award in Conflict/Dispute Avoidance & Resolution 2018 (Prime Dispute)

*Legal 500 Asia Pacific Rankings 2016 & 2017 (English Bar):
Leading Commercial Silk;
Leading Construction Silk.*

Who's Who Legal Arbitration 2016 & 2017: Leading Lawyer UK Bar "incredibly innovative", "has a no nonsense approach"

Who's Who of Australian Women 2017

Australian Women Lawyers as Active Citizens Register 2016

VINAY TANNA FCA Curriculum Vitae

Vinay Tanna is a Non-executive Director of Copalli Rum Co, a US start-up, and the former Group Head of Global Business Development for Diageo plc, the FTSE 100 alcoholic beverage group. He held responsibility for all group growth by M&A, divestment of non-core assets and the facilitation of the innovation agenda – including the identification of ways to access the consumer via digital platforms, innovative next generation brands, and emerging trends. He also oversaw corporate finance activity on all M&A transactions and led a number of acquisitions in Lat Am, Asia and Africa regions, as emerging markets were a key strategic focus for the group, and had significant main board exposure. Skillsets additionally include investment, strategy, reputation, risk and change and transformation.

Vinay has worked in the FMCG, airlines and technology sectors and has family business experience.

A Fellow of the Institute of Chartered Accountants in England and Wales, he began his career in audit and could chair an Audit / Risk / Innovation & Technology Committee.

BOARD, COMMITTEE & ADVISORY ROLES

| | |
|-----------------|--|
| Jan 2018 – DATE | COPALLI RUM CO <i>US entrepreneur-owned start-up. Premium single estate rum ecologically produced in the Belize rainforest, product launched in October 2018</i> Non-executive Director Appointed for broad beverage, trend, brand and M&A expertise. |
| 2018 to July | LINDSAY GOLDBERG LLC <i>Midmarket US private equity firm operating across all sectors. c \$13bn AUM</i> Advisor Assessment of potential drink industry investment opportunity. |

EXECUTIVE CAREER

| | |
|-------------|---|
| 2000 – 2017 | DIAGEO PLC <i>FTSE 100 alcoholic beverages company. Net revenues £12.2bn (2018)</i> |
| 2015 – 2017 | Group Head of Global Business Development Responsibility for delivery of group growth including scale route to market by M&A, divestment of non-core activities and facilitating the group's innovation agenda – supporting the New Ventures team to execute transactions to create innovative ways to access the consumer using digital platforms, or via new and innovative next generation brands which could ignite consumer interest. Ultimate accountability for the business case and managing expectations of Executive Committee and the board. Significant main board exposure. <ul style="list-style-type: none"> • Worked with Distil Ventures arm and Tech Venture arm to identify c10 brand acquisitions globally. Tracked these for progress, exercising option of taking control if brands grew to sufficient scale. • Successful targeted drinks investments included Seedlip (alcohol free gin), Starward (Danish Whiskey), Staunings (Tasmanian whiskey) & Balthasar (German Vermouth). Acquisition of Casamigos from George Clooney & Co for \$1bn. • Successful tech investments & partnerships included Boxed.com (aim to become e-commerce equivalent of Costco in USA), in Drizzly & |

Minibar platforms. US based Minibardelivery.com guarantees drinks to your door within the hour for parties. Drizly.com offers last minute cocktails.

- Preparation of hostile bid defence, vulnerability assessment and management response in the event of activist attack.
- Divestment of non-core assets including sale of wine business to Treasury Wine Group for \$550m; sale of certain beer assets to Heineken for \$800m.
- Market assessment of trends: markets in which LDA (legal drinking age) population is growing; categories and trends that were either in growth or declining – investment prioritised in markets which have a consistent trend showing consumer trading up the price scale (e.g India, China & Mexico).
- Identification of disruptive opportunities to acquire or develop relationships
 - eg Kuerig cold serve (idea being that the Keurig coffee machine would dispense G&T ultimately aborted); Mixers - should Diageo acquire or do something in this space.

2011 – 2015 Corporate Finance & Business Development Director

Transactions totalling £5bn+

Held responsibility for executing transactions in Asia & Africa and managed corporate finance aspects for all transactions globally (including tax, treasury and accounting).

- Oversaw transactions totalling £5bn+ with the strategic intent of increasing growth from emerging markets, including United Spirits £2bn (India), Mey Icki \$2.0bn (Turkey), SchwelFun (Baiju) £0.5bn (China), Cacacha £0.3bn (Brazil) and Halico (Vietnam).
- Innovative swap transactions with competitors to take leadership in key categories, e.g. sold Bushmills to Cuervo in return for control of Don Julio in a \$1bn transaction to obtain scale in super-premium tequila.
- Facilitated control of family-owned assets.

2009 – 2011 Joint Head of Global Tax

Reporting to CFO, joined global finance function to manage global tax M&A, policy and tax function, with team of 65. Transformed group approach to tax management in over 80 markets in partnership with the general managers and finance directors. Implemented global tax risk and compliance framework, engaging with all divisional CFOs. Resolved reputational tax issues in India, Thailand & Korea.

2007 – 2009 Corporate Finance Director

Reporting to Head of Strategy, managed tax and treasury issues on all M&A activities for 70 countries globally. Oversaw strategically important acquisitions including Ketel One vodka for \$900m in partnership with the founding family and Rosenblum & Chalone wine for \$105m for the US wine arm, Diageo Chateau & Estate wines.

2000 – 2007 Tax Director

Due to travel constraints posed by young family, joined Diageo. Spent three years focused on the creation of the deal-critical tax strategy for the sectorally transformational joint Diageo-Pernod acquisition of Seagram's, the Canadian drinks and entertainment conglomerate from Vivendi Universal,

and its \$8bn drinks portfolio including Crown Royal, Chivas Regal scotch, Martell cognac, Captain Morgan rum, and then facilitating the separation of relationship with Pernod once acquisition completed. This was part of the strategy to focus the group on drinks and the biggest deal in the sector since Diageo's creation. Took a leading role in disposing unwanted brands acquired as part of Seagram portfolio totalling \$670m.

- 1999 – 2000
BRIDGE INFORMATION SYSTEMS INC.
Leading US-based financial, news and data provider subsequently acquired by Reuters Group in 2001
Director, Tax & Treasury, International
Responsible for all aspects of the function outside North America.
- 1996 – 1998
DANKA BUSINESS SYSTEMS PLC
FTSE 250 constituent, which acquired Kodak's photocopying division. Distributor of office imaging equipment, software and services
Head of Tax
Creating & implementing structure to acquire operations in 30 countries through asset acquisition from Kodak; creating offshore financing & holding structures.
- 1990 – 1996
DELOITTE & TOUCHE LLP
Director, Tax
Significant family business experience including with Brake Bros Ltd (food and distribution, UK's second largest private company), British Airways Express, Jatania Brothers (cosmetics sector), Regal Hotel Group (Hospitality), Charles Taylor (marine insurance) & Agnews Fine Arts.
- 1986 – 1989
BRITISH AIRWAYS
Corporate Tax Manager
- 1985 – 1986
BINDER HAMLYN
Prominent London-based accountancy firm
Tax Manager
- 1981 – 1985
FINNIE & CO
30 partner accountancy firm
Trainee Accountant to Auditor
Three years of broad audit work and one year of tax work.

EDUCATION & PROFESSIONAL DEVELOPMENT

- 2009
Diageo Leadership Programme (for top 200 company executives)
- 1986
Chartered Tax Advisor, Chartered Institute of Taxation, UK
- 1985
FCA, Institute of Chartered Accountants in England and Wales (ICAEW)
- 1981
Bachelor of Social Science, Economics and Politics, Keele University, UK

PERSONAL & INTERESTS

Born in Zanzibar, grew up in east and central Africa, attended boarding school in India and moved to the UK in 1975. Keen interest in golf, cricket, cooking, military aircraft and travel. Spoken Hindi.

VINAY TANNA
Supporting Statement

Dear Robert

Independent Governor – London South Bank University

I refer to our conversation and confirm my interest in the above role. As requested, I attach my CV. By way of brief background, I took early retirement from Diageo in Dec 2017 after 17 year in senior finance roles primarily in M&A, Corporate finance and business development. Since leaving Diageo, I have taken up a non-executive role with a California based rum company and advising a NY based PE on specific project. In addition, I plan to take a couple more NED roles, which collectively commits me to about 100 days per year.

As I mentioned, I am also keen on identifying a “not for profit” trustee/board role ideally involving welfare of children and or education – with the aim of committing to not more than 20 days or so per year. Higher education institutions will face unique challenges in attaining financial stability in light of exceptional volatility in the UK. Having spent most of my career in finance & strategy, I will bring strong commercial lens to the governance role of LSBU.

I look forward to progressing our conversations further.

Kind regards

Vinay Tanna

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Recruitment from LSBU Networks

David Crowley:

David is currently retired however he has been a chartered surveyor with over twenty years' experience in private practice, institutions and property companies. David has proven expertise in asset management, development, and landlord/tenant matters including 7 years at M&G Real Estate (a specialist investor in all major real estate sectors) as Director of Logistics, Industrial Asset Management and Leasing.

David skillset includes a strong commercial and practical understanding of some of the property challenges faced by LSBU and a good grasp on the vision and values of LSBU as well as wider strategic challenges.

David is unavailable to start until mid-June 2019 at the earliest.

**Douglas Bradford:*

Douglas is a chartered surveyor and real estate professional of 20 years with vast experience of the commercial UK real estate markets, specialising in the investment markets for pension funds.

Douglas is currently a trustee of the Victoria League for Commonwealth Friendship and a trustee of Hermes Staff Pension Scheme having previously worked as Asset Manager at LaSalle Investment Management and as Commercial Property Manager at PRUPIM (a branch of M&G Real Estate).

Douglas's skills include team management, asset management and development, and negotiation. He is a Fellow of the RICS and an HGPS pensioner.

**in reserve*

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| | |
|------------------|---|
| | INTERNAL |
| Paper title: | Subsidiary boards composition |
| Board/Committee: | Nomination Committee |
| Date of meeting: | 14 March 2019 |
| Author(s): | Michael Broadway, Deputy University Secretary |
| Sponsor(s): | James Stevenson, University Secretary |
| Purpose: | For Approval |
| Recommendation: | <p>The committee is requested to:</p> <ul style="list-style-type: none"> • Note the current composition of the Boards of SBA and SBC; • Agree to be the appointing authority for LSBU appointees to subsidiary company boards as appropriate under the relevant company's articles; • Approve the appointment of Fiona Morey and Hitesh Tailor as directors of SBA; and • Ratify the appointment of Steve Balmont, Ruth Farwell, Mee Ling Ng and Andrew Owen as directors of SBC. |

Executive Summary

Under the articles of South Bank Colleges (SBC) and of South Bank Academies (SBA), LSBU has the authority to appoint a specified number of directors to the respective Boards.

In order to regularise the appointment of these directors it is proposed that the Nomination Committee is the appointing authority for these directors on behalf of LSBU.

SBA Board

Under the articles of SBA, LSBU can appoint up to five directors to the SBA Board. These directors may be external to LSBU, LSBU governors and LSBU staff members but not SBA staff members (except the CEO).

The current directors appointed by LSBU are:

- Douglas Denham St Pinnock, LSBU governor;
- Richard Flatman, LSBU Group CFO
- David Phoenix, LSBU VC;
- James Stevenson, LSBU Group Secretary

Nicole Louis, LSBU CCO is also a director of SBA as Interim CEO of SBA.

Following the appointment of Fiona Morey as LSBU PVC (Compulsory Education), it is recommended that the committee approves, on behalf of LSBU, that:

- Ms Morey is appointed as a director of SBA.

Following a search process, it is recommended that the committee approves, on behalf of LSBU, that:

- Hitesh Tailor (previously Vice Chair of LSBU Board (retired in 2010)) is appointed as a director of SBA. (The SBA Board has been asked to appoint Mr Tailor Chair of the Board, subject to his appointment as trustee).

In addition, the Board of SBA has appointed Chris Mallaband as a director of SBA and Chair of the School Advisory Board of the University Academy of Engineering South Bank.

James Stevenson intends to resign as a director of SBA upon the appointment of Fiona Morey.

SBC Board

Under the articles, of SBC LSBU can appoint up to four 'LSBU directors' to the SBC Board (the Vice Chancellor of LSBU is a director by right as the Accountable Officer of SBC). These directors may be external to LSBU or LSBU governors but may not be LSBU staff members (interpreted as management).

The current 'LSBU directors' of SBC are:

- Steve Balmont, current LSBU governor (LSBU term due to expire in July 2019)
- Ruth Farwell – chair designate and due to begin her term in May 2019;
- Mee Ling Ng, current LSBU governor
- Andrew Owen, former LSBU governor

Jerry Cope resigned as a director of SBC on 26 February 2019.

At the LSBU Project Larch transaction committee meeting of 16 January 2019, Jerry Cope, Douglas Denham St Pinnock and David Phoenix approved, on behalf of the

Nomination Committee, the appointment of Steve Balmont, Mee Ling Ng and Andrew Owen as 'LSBU directors' of SBC. Subsequently Jerry Cope and David Phoenix have approved, on behalf of the Nomination Committee, the appointment of Ruth Farwell as an 'LSBU director' on SBC.

Appendices 1 and 2 show the current composition of the SBC and SBA Boards

Profiles of Ruth Farwell and Hitesh Tailor are included in the appendix.

The committee is requested to:

- Note the current composition of the Boards of SBA and SBC;
- Agree to be the appointing authority for LSBU appointees to subsidiary company boards as appropriate under the relevant company's articles;
- Approve the appointment of Fiona Morey and Hitesh Tailor as directors of SBA; and
- Ratify the appointment of Steve Balmont, Ruth Farwell, Mee Ling Ng and Andrew Owen as directors of SBC.

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Composition of the SBA Board of Trustees

Appendix 1

| Trustee category | Requirement by Articles of Association | Current number | Current composition | Proposed changes |
|--------------------------|--|----------------|--|---|
| Appointed by LSBU | Up to 5 | 4 | <ol style="list-style-type: none"> 1. David Phoenix 2. Richard Flatman 3. James Stevenson 4. Douglas Denham St Pinnock | <p>To appoint:</p> <ul style="list-style-type: none"> • Hitesh Tailor; and • Fiona Morey. <p>James Stevenson to resign.</p> |
| CEO | 1 | 1 | Nicole Louis | Dan Cundy to be in attendance |
| Chairs of SABs | Max of 3 (depending on number of SABs) | 1 | Lesley Morrison | <p>To appoint:</p> <ul style="list-style-type: none"> • Chris Mallaband as a director (Mr Mallaband will chair the School Advisory Board of the Academy) <p>Lesley Morrison (current director) will chair the School Advisory Board of the UTC).</p> |
| Co-opted trustees | Not defined | 1 | Tony Giddings | |

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Composition of the SBC Board of Trustees
Appendix 2

| Trustee category | Requirement by Articles of Association | Current composition |
|--|---|--|
| LSBU Vice - Chancellor | 1 | David Phoenix |
| LSBU Trustees (nominated by LSBU) | Up to 4 | <ul style="list-style-type: none"> • Steve Balmont (current LSBU governor) • Ruth Farwell • Mee Ling Ng (current LSBU governor) • Andrew Owen (former LSBU governor) |
| Independent Trustees (recruited externally) | Up to 3 | <ul style="list-style-type: none"> • Sue Dare • Jack Hopkins • Shakira Martin |
| Student Trustee (Student Union President) | 1 | Lesley Bortey |
| Staff Trustee (competitive selection process) | 1 | To be appointed |
| Total number of Trustees | Min 5 – max 10 | 10 |

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Ruth Farwell

Ruth Farwell was Vice Chancellor at Buckinghamshire New University from January 2006 to January 2015, having previously been Pro Vice Chancellor at London South Bank University with a portfolio covering academic planning and quality. She now acts as an education consultant and in that capacity advises on academic governance and spent two years with the Buckinghamshire Thames Valley Local Enterprise Partnership on their strategy to bring employers together with all sectors of education to enhance the work-related skills of young people.

Ruth was Chair of the representative body GuildHE for two terms of office until November 2013, and continued as a member of its Executive until she retired. During 2009 – 2015 she served as a member of the Board of the Higher Education Funding Council for England (HEFCE), and also chaired HEFCE's Teaching, Quality and Student Experience Committee. Currently she is Honorary President of the Association of University Administrators (AUA) and a governor at Southampton Solent University.

Ruth was appointed Commander of the Order of the British Empire (CBE) in the 2015 New Year Honours for services to higher education and appointed a Deputy Lieutenant of Buckinghamshire in 2015.

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**Biography
for
Hitesh K.Tailor BA(Hons),FCA**

Personal details

Date of Birth : 23rd August 1957
Nationality: British, born in East Africa, Kenya
7, Upper Montagu Street, W1H 2PG

Educational Background

South Bank Polytechnic, 1975-79, 4 year Sandwich Degree
B.A. Honours in Business Studies - Grade 1st Class
Thesis on Corporate Objectives

Professional Qualifications

Fellow of the Institute of Chartered Accountants of England and Wales.

Awards

1. Prize from Institute of Management for best essay on “What is a Manager “
2. Honorary Fellow of London South Bank University

Trustee experience

-2009 to 2018 Retired last week as Deputy Chairman of the Audit and Risk Committee at **Age UK**, joined as Independent Member of the Audit and Risk Committee in 2009. Dealing with transformation of Age UK after the merger of Age Concern and Help the Aged .

-2001 to 2010 - Vice Chair of Board **London South Bank University**, served on all the major committees between 2001 and 2010 and was also Chairman of the Audit Committee. Member of the Property Committee, Equality and Diversity

Committee, Nominations Panel for Vice chancellor, Chancellor and Company Secretary selection . Have established an annual Business Studies graduation prize and funds for an annual lecture presented by distinguished alumni.

Current commercial work and past business experience

Chairman and CEO of Upper Montagu Investments Ltd , a private property & investment company based in Central London. Also take on ad hoc consultancy roles.

Past commercial experience

1. Managing Director of private property group since 1988 with interests in Belgium, Canada and Italy. Company was sold in 2004
2. Senior International Auditor –NL Industries (1985-1987)
3. Assistant Chief Accountant –Schlumberger(1983-1985)
4. Deloitte (Touche Ross and Co)-Chartered Accountants (1979-1983)

Interests and hobbies

Genuine interest in voluntary sector, keen to promote human understanding and wisdom. Helping others /mentoring. Yoga and keeping fit.

Support arts organisations that celebrate diversity such as the Tricycle (now the Kiln) , the Young Vic , Supporter of the South Bank Centre , Barbican , Wigmore Hall .

Keen interest in early Church Music , Jazz and Opera.

Life member of the RHS , member of the National Trust, English Heritage, Chelsea Physic Garden, British Museum , National Gallery

Enjoy visiting different parts of the world. Last trip was to Peru.

Clubs

The Reform Club member since 1992 , Chairman in 2016. Funds donated for purchase of club watercolours by Ben Sullivan and funds to Club Library to expand collection of books on Politics, Philosophy and Economics.

Languages

French, some Italian & Spanish.

11 February 2019