

**Minutes of the forty third meeting of the Board of Governors
held on 5 May 2010**

Present: Clive Jones – Chair
Yeashir Ahmed (not present for item on Senior Staff)
Philip Bignell
Kay Dudman (not present for item on Senior Staff)
Emir Khan Feisal
Prof Malcolm Gillies
Rob Hull
Jeremy Mayhew
Tony Millns
Dr Daleep Mukarji
Prof Zenobia Nadirshaw
Raj Patel
Mark Robson
Sir Michael Snyder

In attendance: Bob Aylett)
Christine Bailey)
Sean Connolly)
Paul Lister) (not present for item on Senior Staff)
Pam Nelson)
Rachel Thomas)

Glynne Stanfield, Eversheds (for item BG 43/2)

Clerk to the Board: John McParland (not present for item on Senior Staff)

Apologies: Bob Morgan

564. Eversheds Final Report

The Chair declared the meeting validly convened and quorate. He said it was being convened under article 40(c) of the University's Articles and, therefore, staff and student governors were not invited to this part of the meeting. That extended to the University's Secretary because he too was involved in the matters to be discussed at the meeting. That approach was approved.

1. The Chair authorised Glynne Stanfield of Eversheds to distribute to each attendee at the Board meeting a copy of an interim report which Eversheds LLP had drafted into the issues relating to senior staff. It was agreed that the attendees at the meeting be given an opportunity of reading through the paper and that copies of the paper be handed back to Eversheds at the conclusion of the debate on it so as to maintain, so far as possible, the confidentiality of the report.
2. After giving the attendees the opportunity of reading through the paper a discussion followed on it following the introduction by Glynne Stanfield.

The meeting then adjourned to allow staff and student governors, together with the University Secretary, to join the meeting. The meeting recommenced.

The Chair reported that the Board had accepted a number of the findings in the Evershed's report as follows:

1. That there was no evidence of any deliberate manipulation of the HESA or HESEA data returns.
2. That the Board had accepted that as a result of the further investigations carried out by Eversheds that there was no basis for taking action against members of the senior staff.
3. That there was no basis for taking action against the External Auditors over the period.
4. That there was no basis for taking action against the previous (2002 to 2005) Internal Auditors.
5. That the investigation would continue into the role of the University's current Internal Auditors. The interim report would be referred to the Audit Committee on 6 May for further consideration about the action to be taken on the issues concerning internal audit.
6. The outcome would be reported to the Board of Governors meeting in June. In the interim any further action required would be delegated to the Chair of the Board, Vice-Chancellor and Chair of the Audit Committee.

It was noted that a Press Release would be issued by the Vice-Chancellor on the findings by the end of the week.

(Action: Vice Chancellor)

565. Announcements

The Board welcomed the new Chair, Clive Jones, and new Vice-Chair, Mark Robson, together with Emir Feisal and Dr Daleep Mukarji, all newly appointed Lay Governors attending their first meeting of the Board.

566. Minutes of the meeting held on 17 March 2010 (Agenda item BG 43/1)

The minutes of the meeting held on 17 March 2010 were confirmed as a correct record subject to the following amendments:

Minute 543 – Minutes of the meeting held on 15 December 2009 – Statement from the Elected Staff Governor. The last sentence should include the word “not”. (This had **not** taken place at the time.)

Minute 548 – Final Accounts 2008/09 and Financial Forecast
Section 2. Going Concern

2nd bullet point should read:

- That the University had received a **preliminary** grant letter indicating funding of £2.8m more than the figure included in the forecasts.

5th bullet point should read:

- That the Project Capital 5 work needed to be completed by **31 March 2011** to fulfil the terms of the grant.

Minute 554 – Audit Committee Annual Report – 2nd paragraph.

It was noted that the External Auditor’s Planning Report was for the year ended **31 July 2009** and not year ended 31 July 2010.

567. Strategic Plan 2010-13
(Agenda item BG 43/3.1)

The Board received the report from the Vice-Chancellor on the University’s Strategic Plan and noted the background behind the development of the plan and the issues the University needed to address. It was also noted that the plan had been the subject of a comprehensive University-wide consultation process.

It was also noted that specific targets would be developed following the outcome of the General Election and stability in the external environment when Government plans for funding were better established.

It was noted that Academic Board had unanimously recommended the plan for approval.

The following points were also noted:

- That the Board should be kept informed of progress on the development of targets.
- That the Plan should include reference to the Governance review to be undertaken after changes to the Board’s membership had been completed.
- That there should be a reference to building a new integrated culture

encompassing both North and City campuses.

- That the word “minimizing”, where it referred to the total number of University buildings, should be changed to “reducing”.
- That the Plan set out a challenging agenda and it would be necessary to ensure that the University had the capacity and the resources to implement it. It was noted that the plan needed to acknowledge and address the grant repayment schedule to HEFCE and phasing of the planned reviews was not an option. A holistic approach needed to be taken to meet University timelines and the reviews could not be undertaken in isolation if fundamental changes were to be achieved. The most important reviews were highlighted in the report.
- That there should be an Action Plan which could be monitored annually by the Board. It was noted that the implementation of all the reviews should be in progress by the Summer of 2013.
- That communication would be an important aspect of the implementation process.
- That the following points were raised by the Elected Staff Governor:

”1. Strategic Priority 4: Sustainability - Driving Resources Harder [Page 41 of BoG papers]

The third action bullet point: I would suggest 360 degree appraisal be introduced; this would support feedback on leadership training for senior management as indicated in section 9.3 [page 48].

2. Same section - specific measures [page 43].

The measures are expressed in general terms; in practice figures would need to be identified. What would be presented to HEFCE in terms of any values associated with these measures? I imagine that full discussions with recognised trades unions would be planned in order to arrive at an agreed set of values, particularly in view of 6.8 in Financial Health and 8.6 in Staff & HRD [page 47] in the context of "efficiency and cost improvement measures". It was in this context that you referred to targets being added later, I believe.

3. Strategic Priority 5: Investing in our Transformation through ICT [page 44]

The third aim rejoices in the use of a split infinitive (to radically enhance).

The final aim relates to collaboration with other HE providers. I would query whether this implies outsourcing, as there could be serious security issues that would need to be taken into account.

4. Same section - actions

The final bullet point refers to blended learning tailored to the needs of individual students. I wondered about the definition here, whether this implies more off-site provision (with associated problems of monitoring attendance and subsequent achievement of completion by students) and the impact on staff.

5. Same section - actions and specific measures

I note that reference to wi-fi has been dropped and the concept of cloud computing has been introduced. Again I would raise the issue of outsourcing and the implication for security of data and also the impact on staff.

6. Same section - specific measures Implementation of a rationalised and integrated student administration and course information system is important. At the moment there are various different descriptions of the university's courses maintained by different departments and they are inconsistent (everything we tell our students not to do within the Faculty of Computing) which makes registration for modules problematic for staff and students alike. This might seem like a minor issue, but the amount of time it can take to resolve multiplied by the number of students means it can be very greedy on resources.

7. Same section - specific measures

I note the proposed use of executive information systems implied by the use of dashboards for monitoring university performance, but it is not clear for whom these systems are intended - at faculty level, senior management group or executive group, perhaps?

8. Strategic Key Performance Indicators [page 46]

In point 2.2 Development and implementation of financial information at course level; I would ask how this would be achieved, particularly as there are modules which belong to many courses so that there is a mixed cohort in attendance, in addition to some courses having students taught jointly but assessed independently (e.g. BSc and FdSc programmes).

9. Same section - Financial Health and Staff & HRD [page 47]

I note that Financial Health "6.8 Cost of staff as % of total costs (SP4)" also appears as 8.6 in Staff & HRD. Is it intended that this should appear in both sections? I would propose that costs are considered relative to income. I would also suggest that there should be a measure of the cost of senior staff as % of total staff cost; it is possible that costs may have increased while staff numbers have gone down because of a shift in the point of balance between management and staff at other levels in the hierarchy.

*10. Same section - Staff & HRD
[page 47]*

I note the introduction of a Staff Charter. What would this include and who would be responsible for devising it, contributing to its contents and implementing it?

11. Same section - Governance, Leadership and Management

Point 9.3 refers to leadership training of senior management. While this proposal is to be welcomed, I wondered how far down the chain of command this opportunity would extend? How will the success of this initiative be monitored and measured? I would suggest that 360 degree appraisal could be linked to this as part of an effective measurement of its success in practice.

12. Same section - Institutional projects

Point 10.5 the achievement of a single technical platform, with a cloud hosted email system; while we do need an integrated approach to ICT, I would again raise the issue of security of the university's data, and also enquire about the impact on university staff.

13. Same section - Institutional projects

Point 10.7 automation of workflows for admissions and enrolment processes; I trust this is intended to support staff in their work in the important area of student recruitment, admission and retention, rather than to replace staff. I know from speaking to parents of prospective students (as well as potential students themselves) that the personal touch is valued, and I have evidence that this can make the difference between a student choosing us or going elsewhere.

General comment: there did not appear to be any reference to hourly-paid part-time staff who are often involved in the delivery of specialist teaching material linking to their wider experience in industry and/or consultancy. In particular, the issue of zero hours contracts does not appear to have been addressed.”

The Vice-Chancellor noted the points raised by the Elected Staff Governor and commented that they would be helpful as the University progressed to the implementation phase of the plan. He agreed that “personal touch” was important and it was noted that the development of a Staff Charter, common in many Universities would be developed in consultation with staff. It was noted that the other points raised would be discussed further outside the meeting.

- That there was no direct reference to student fees, an issue which would need to be faced by the University. It was noted however that funding issues and financial sustainability were implicit within the wording throughout the Plan.

- The president of the Students Union raised the question of consistency between existing published information for future years such as the prospectus and the content of the Plan. As an example he highlighted references to the University nursery which was now due to close. It was noted that on-line material information would be corrected as necessary and that in the case of printed material the necessary errata would be issued.

The Board congratulated the Vice-Chancellor on the development of the plan and recognised the importance of this achievement.

The Board approved the Strategic Plan subject to incorporating the relevant points raised by the Board.

It was also noted that the plan would now be released and circulated having been approved.

(Action: Vice-Chancellor)

568. Strategic Development Fund Bid
(Agenda item BG 43/3.2)

The Board received the report on the application to HEFCE's Strategic Development Fund. It was noted that any funding received must support demonstrable transformational change to improve the sustainability of the University.

The Chair stressed that if the bid was successfully the Finance System and IT systems would need to be replaced because they were not fit for purpose.

The Board approved the approach to the development of the Strategic Plan application. It was also agreed that as the bid deadline was before the June Board authority to approve the application be delegated to the Chair and the Vice-Chancellor.

(Action: Chair of the Board/Vice-Chancellor)

569. Any Other Business

Venues for meetings

The Board discussed this matter and it was noted that while some Governors preferred the City location for meetings it was important for Governors to be visit both campuses.

“Volcanic Ash Cloud”

It was noted that the matter raised by the Elected Staff Governor about staff leave was not a matter for the Board and should be taken up with the relevant University staff after the meeting.

University Events

It was noted that arrangements would be made to ensure that Governors were aware of all events/forums at the University and enable them to attend.

(Action: Clerk to the Board)

AGENDA PART TWO

570. The Board noted for information

(Agenda items BG 43/4.1 - BG 43/4.4)

- a) Dates for Future Meetings
- b) Current Membership
- c) Outline Agendas for Next Meetings
- d) Report to HEFCE – Progress against Joint Statement

571. The Board noted the unconfirmed Minutes of:

(Agenda items BG 43/5.1 – 43/5.2)

- a) The Minutes of the Audit Committee – 17 March 2010
- b) The Minutes of the Governance Committee – 13 April 2010

The Chair of the Governance Committee updated the Board on the appointment process for new Governors. It was noted that 12 possible new Governors had been identified and meetings would be arranged with them. It was envisaged that recommendations for a further 5 lay governors and 2 co-optees for the Finance and Human Resources Committee would be made to the June Board. It was also noted that the appointments report may not be sent to Governors until a few days before the Board because of time constraints for the interview process.

572. Date of Next Meeting

It was noted that the date of the next scheduled meeting of the Board would take place on Wednesday 30 June 2010 at 5pm in the Clore Seminar Room, Women's Library, Old Castle Street, E1 7NT (City Campus).