

Confirmed minutes

The University of Manchester

BOARD OF GOVERNORS

Wednesday, 23 November 2011

Present:

Mrs Gillian Easson (in the Chair),
President and Vice-Chancellor, Dr Stuart Allan, Professor Colette Fagan (part), Professor Maggie Gale (part), Professor Andrew Gibson, Mr Mark Glass, Dame Sue Ion, Councillor Afzal Khan, Mr Paul Lee, Dr Keith Lloyd, Miss Letty Newton, Professor Nancy Papalopulu, Mr Peter Readle, Mr Neville Richardson, Dr Brenda Smith, Dr John Stageman, Professor Chris Taylor, Dr Pam Vallely, Dr Andrew Walsh and Mr Gerry Yeung (21)

By invitation: The Deputy President and Deputy Vice-Chancellor.

For unreserved business:

In attendance: The Registrar, Secretary and Chief Operating Officer, the Deputy Secretary, the Director of Human Resources, the Director of Finance and the General Counsel. Dr David Barker, Head of Compliance and Risk (*agendum 10*) also attended in part.

N.B. The meeting was inquorate at the outset due to the presence of a staff majority. However, by the close of the meeting all of the decisions taken by the Board were formally approved with a lay majority in attendance.

1. **Declarations of Interest**

Noted:

That no new declarations were made at this meeting.

2. **Minutes**

Confirmed: The minutes of the meeting held on 3 October 2011.

3. **Matters arising from the minutes**

Received: A report summarising actions consequent on decisions taken by the Board.

Noted: That the University had taken the decision to identify a suitable partner, in common with other arrangements in its nursery provision, to operate the Dryden Street Nursery. The decision was based upon concerns about governance and risks arising from the University managing a nursery. Some of the parents and guardians of children in the Dryden Street Nursery had subsequently made representations to members of the University about the decision, and might seek to make similar representations to members of its governing body. In such instances the Board was advised that any enquiries or concerns should be referred to Mr Mike Shore-Nye, Director of Change Management and Process Improvement, who was responsible for the oversight of the tendering process.

4. Summary of Business

Received: A report, prepared by the Deputy Secretary on the main items of business to be considered at the meeting.

5. Chairman's report

Noted: That on this occasion there were no items to report from the Chairman that were not already covered elsewhere on the agenda.

6. Secretary's report

(1) Changes to University Regulations I through VI

Received: Proposals to amend Regulations I through VI, to enable online elections to be conducted.

Reported:

- (i) That the University, through the oversight of the Register, Secretary and COO acting as the designated Returning Officer, conducts a number of elections in each academic year to places on a variety of governance and management bodies. The representation on each of these groups is governed by Ordinance, but the conduct and manner in which the elections are controlled is prescribed by Regulation.
- (ii) That the Secretary had brought forward some changes to each of these electoral processes to enable online elections in each case; in order to assist in the administration of each ballot and also to seek to improve participation levels through a simplified process.
- (iii) That to effect this the following regulations required amendment;
 - Regulation I: Election of members of the Senate in Category 3 (members of the academic and research staff)
 - Regulation II: Election of members of the General Assembly in Category 11 (members of the Senate)
 - Regulation III: Election of members of the General Assembly in Category 12 (members of the staff)
 - Regulation IV: Election of members of the General Assembly in Category 13 (members of the Alumni Association)
 - Regulation V: Election of members of the Board of Governors in Category 3 (members of the Senate)
 - Regulation VI: Election of members of the Board of Governors in Category 4 (members of the staff serving on the General Assembly)
- (iv) That in each case the changes proposed were modest and provided only the flexibility to allow each ballot to be conducted via electronic voting. The University had acquired access to Mi-Voice, a recognised provider and an organisation which has developed a range of secure e-voting applications based on the requirements of Central Government, Local Authorities and Educational establishments. The application had been designed to provide the widest possible range of voting channels to the designated electorate, whilst ensuring the appropriate level of security and support required.
- (v) That PRC had given approval for the changes, and the proposals have been circulated to all Senate members to provide an opportunity for comment and no

objections had been received. The Board of Governors was therefore asked to approve the changes to enable ballots required from January 2012 to be conducted on-line, through secure means.

Resolved: That the changes proposed to Regulations I through VI, enabling voting to be undertaken electronically by secure means, be approved. Copies of the revised Regulations are provided at *Appendix 1*.

(2) Regulation VIII: Public Interest Disclosure Procedure

Received: A proposal to amend Regulation VIII

Reported: That, on reference from the Planning and Resources Committee, the Board of Governors is asked to approve a revision to Regulation VIII, the University Public Interest Disclosure Procedure.

Noted:

- (i) That the revisions clarify that the policy is applicable to staff of the university, rather than the ambiguity inherent in the word “members” within the previous version. The procedure is intended to provide protection against being for employees of the University who wish to report concerns about malpractice within the University.
- (ii) That, on approval by the Board of Governors, the Procedure will be forwarded to Senate, for consideration and endorsement.
- (iii) That the University would undertake to ensure that the procedure was properly communicated and readily available to all staff on approval.

Resolved: To approve the revised Regulation VIII, subject to endorsement by the Senate on 1 February 2012. A copy of the revised regulation is provided at *Appendix 2*.

7. Management Letter and Report from the External Auditors

Received: On recommendation from the Audit Committee, the Management Report and Management Letter from the External Auditors (Deloitte LLP) for the year ended 31 July 2011.

Reported:

- (1) That the Management Letter covered issues arising from the audit work with respect to the financial performance and position of the University, internal controls (including risk management) and audit and accounting issues.
- (2) That a review of internal audit arrangements had allowed the External Auditors to reach the view that reliance could be placed on the work of the Universities Internal Audit Consortium (Uniac), meaning that there was no requirement to duplicate this work.
- (3) That, following completion of the external audit and receipt of the Letter of Representation from the Board of Governors, Deloitte LLP would be in a position to provide confirmation that the Accounts of the University complied with the HEFCE Statement of Recommended Practice and gave a true and fair view of the University's affairs as at 31 July 2011.
- (4) That the Management Report and accompanying Management Letter from the External Auditors, Deloitte, recorded the features of the audit conducted to the financial year-end 31 July 2011, and described specific observations their treatment within the accounts and any accompanying response.
- (5) That, overall, the report and management letter providing a relatively clean audit report, and the Auditors had commented favorably on the support and responses received from management. On the satisfactory completion of a small number of outstanding matters,

the external auditors anticipated issuing an unmodified audit opinion on the truth and fairness of the financial statements.

Noted:

- (1) That following the introduction of the procure-to-pay (P2P) process, the auditors had noted the positive improvements in this area, and the direction of travel in respect of improvements in the wider financial control environment.
- (2) That the Audit Committee were pleased to note the external auditors comment positively on the improvement in IT controls such that in future they will be able to introduce a controls-based approach to the audit process.
- (3) That the Board was asked to note the Management Representation Letter, which was to be signed on their behalf by the Deputy Chair of the Board of Governors, and therefore all members should be familiar and comfortable with the representations described.

Resolved: To approve, as required by the HEFCE Code of Practice on Audit and Accountability, the onward transmission of the Management Letter to the HEFCE Assurance Service.

8. Financial Statements

Received: On reference from the Finance Committee, the audited Financial Statements for the year ended 31 July 2011, and the recommendation that they be approved.

Reported:

- (1) That, as previously agreed by the Board, the agreed financial strategy of the University was based around three important objectives: to deliver a surplus, to grow income year on year, and to conserve and generate cash reserves.
- (2) That the overall results were good and built upon the progress made in 2009/10. The University had declared an operating surplus of £54m, against an equivalent prior year surplus of £23m, noting that the underlying figure this year was £40m when pension adjustments were disregarded. Like-for-like income had grown by 2.6%, and the level of liquidity, at 98 days, was considered reasonable, leading to broad satisfaction overall with the performance. However, the Finance Committee recognised significant challenges lay ahead.
- (3) That in terms of the balance sheet, the value of net assets had risen by 8% to £731.7m, and the year end cash position was considered healthy at £191m. The value of endowments had also risen by £14.3m reflecting market recovery within the year, but the Committee had noted the worsening position, following deepening uncertainty in European markets, since the close of the year-end.

Noted:

That, in relation to lending, the University's loan portfolio was under continuous review, and in any specific instance, where financially advantageous, renegotiation would be pursued. The timing of one such loan, taken out a number of years ago, was such that it no longer offered good value. However, the level of break clauses that would be triggered if the borrowing was paid down meant that renegotiation was not recommended at this time.

Resolved: That the Board confirmed:

- (1) That it was not aware of any actual or potential non-compliance with law and regulations that could have a material effect on the ability of the University to conduct its business and, therefore, on the results and financial position to be disclosed in the Financial Statements for the period ended 31 July 2011.

- (2) That the Financial Statements for the period ended 31 July 2011 be approved for onward transmission to the Higher Education Funding Council for England (HEFCE), and that they be also forwarded to the General Assembly for comment in accordance with Statute IX.8(b).

Forwarded to the General Assembly

9. President and Vice-Chancellor's report

(a) The Report of the President and Vice-Chancellor to the Board of Governors

Received: The report of the President and Vice-Chancellor to the Board of Governors in November 2011.

Reported:

- (i) That following the University wide consultation on the vision for the University over the next decade, the revised vision had been circulated for consideration and approval by the Board.
- (ii) That the revised draft incorporated changes arising from feedback from across the university community and from Board members and other important stakeholders about how the University will define itself in the future and build on the ambitions set out in the 2015 Agenda. It also recognised some areas where the University had failed to achieve its goals, notably in improving the student experience, while looking forward to the opportunities and challenges that it would face well into the next decade. Therefore, in developing the University's vision for Manchester 2020, the Board and the University had sought to take account of the very different external environment that it faced.
- (iii) That as a sign of the University's ongoing commitment to maintaining strategic momentum the President and Vice-Chancellor reported on the launch of a number of major initiatives to meet the ambitions set within Manchester 2020. In the previous financial year, the University had managed to make significant savings and to generate further income. With uncertainties ahead, it was essential that further efficiencies and additional income streams were pursued. However, it was also essential that the University should now make investments and, in particular, to support students and research.
- (iv) That a new initiative to support existing staff called "Investing in Success - Developing Staff Potential" would be opened to all staff to apply for funding of up to £15,000 each. The fund would initially provide £1 million in small grants, but depending on the success of the scheme and the future financial position, it was hoped that funding could be increased in future. The University had also launched the President's Doctoral Scholarship Awards, which aimed to support 100 new PhD scholarships in any discipline. Further funds would be devoted to improving the student experience and these were being considered by Professor Clive Agnew, Vice-President for Teaching, Learning and Students, and his senior colleagues, in discussion with students. Finally as part of 'Project Diamond', the University was advertising for about 120 new academic positions at lecturer, senior lecturer and professorial levels. All appointees made under this initiative would be expected to contribute to teaching and research.
- (v) That the 2012 Planning and Accountability Conference (20 – 21 March 2012) would be dominated by consideration of the new strategic plan The Programme would be designed to maximise opportunities for plenary and small group discussion and analysis, and to minimise formal presentations. The entire Conference would be conducted as a special (and extended) meeting of the Board, in which routine Board business was kept to a

minimum and the primary focus was on a special "Report" comprising (i) the Annual Stock-Take and (ii) an identification of future priorities.

- (vi) That the first useful UG data of the admissions cycle (the closing date for Oxbridge, medicine and dentistry applications) had been published in mid October. It had been widely anticipated this year that there would be a decline in UG applications across the sector and applications nationally were down 9%, compared to applications to The University of Manchester which were down by 13%. The University was continuing to monitor the situation closely, particularly in the areas of Medicine, Dentistry, Law and Engineering, and would seek to focus on converting applications into firm acceptances from strong candidates through the applications year.
- (vii) That the University had many priorities, but none was higher than the quality of the education, support and wider experience that it offered to students. For this reason the Board and the University regarded it as imperative that the satisfaction of students in their experience at The University of Manchester improved as measured by performance in the National Student Survey (NSS). As Board members were aware, a Student Experience Review Group (SERG), chaired by Professor Agnew, had been established to focus on those areas where performance was a cause for concern. All schools have submitted Student Experience Action Plans (SEAPs) and 6 of the 7 schools with the poorest performances have been reviewed by the SERG. The impact of feedback and assessment policies was being monitored to ensure wide compliance, and the University would take steps to ensure that schools personalised learning. The University would also focus attention on the need to monitor the wider impacts of actions upon the student experience and engage in further consultation with students over future changes and investments.
- (viii) That the President and Vice-Chancellor provided an update on industrial relations and the outcome of recent ballots among membership of UCU and Unison, both of which indicated support for action. Recognising that it was regrettable when the collegial culture of higher education became embroiled in industrial action, the President and Vice-Chancellor assured the Board that the University would seek at all times to safeguard its core mission of and its integrity as a collegial community.

Noted:

- (i) That, under Project Diamond, the University would adopt a rigorous procedure to ensure that the appointments made were of world class status. The University would also seek to ensure that the students were appropriately represented in the process of appointment.
- (ii) That although there were some concerns about application rates, the lower level of applications in Medicine and Dentistry, was unlikely to affect the standard on entry, which would be around the level of 3 A grades.
- (iii) That the University had a clear process in place for the lead-up to the Research Excellence Framework (REF), the replacement allocation system for the Research Assessment Exercise which allocated HEFCE funds in research. The process was being managed well, and a number of actions were being introduced within schools to drive improvements. The University did, however, need to increase the number of large, lead, applications it made. In discussing this item, members of the Board expressed interest in a future strategic briefing session on research funding.
- (iv) That insufficient information was available on the breakdown of applications to note if applications from disadvantaged groups had been adversely affected at this stage. Nonetheless, the President and Vice-Chancellor emphasised that the University would continue to support widening participation. The high standard set for entry standards would not undermine

this commitment as the University used contextualised data and school discretion in selecting and supporting students from disadvantaged backgrounds.

Resolved: That the Board of Governors approved the strategic plan of The University of Manchester as outlined in the Manchester 2020 Vision.

(b) Compliance and Risk Documentation

Received:

- (i) Accident Statistics, Q3 2011
- (ii) Manchester Business Continuity Forum: Business Continuity Agreement

Reported:

- (i) That the University was tracking Health and Safety training records through its HR software application, ResourceLink.
- (ii) That a strategy would be introduced to seek to reduce the number of slips, trips and falls. The University would seek to learn from best practice in the sector and within areas of the University, but had struggled to identify trends or patterns through its analysis of the figures.
- (iii) That a Fire Training and Evacuation Co-ordinator had been appointed by the University within Compliance and Risk to work with its existing fire, training and safety professional teams.

Noted: That the Board welcomed the additional work outlined to analyse causes of slips, trips and falls, and the wider attempts to reduce accidents across the University. During discussion of the issue some members of the Board reflected on their own professional experience, and indicated that target setting could be beneficial in seeking to reduce numbers. It was also noted that the student community underreport in this area, and the University should ensure that all members were encouraged to report incidents, and near misses, so that improvements could be made. The Board also noted the reputational risks arising from accidents or incidents that occurred within subsidiaries or linked companies, and it was important that the University sought the appropriate assurances from such bodies as part of its regular processes. Further information would be provided on the completion on the University's review of the Health and Safety policy which would be reported on later in the year.

(c) Report to the Board of Governors on exercise of delegations

Reported:

(1) Award of the title Professor Emeritus

That acting on behalf of Senate and the Board of Governors, the President and Vice-Chancellor approved the conferment of the title of Professor Emeritus on the following:

Professor Michael Moore, Professor of Theoretical Physics, Faculty of Engineering and Physical Sciences

(with effect from 1 October 2011)

Professor Nigel Vincent in the School of Languages, Linguistics and Cultures

(with effect from 15 October 2011)

(2) Change of Regulation

That acting on behalf of Senate, the President and Vice Chancellor approved the following change:

General Regulation XVII, Conduct & Discipline of Students: Add in paragraph 3(p), MA in Counselling.

Note: paragraph 3(p) lists the programmes whereby “a student may be liable to disciplinary action in respect of conduct which renders a student who is enrolled on a programme of study leading directly to a professional qualification or eligibility for registration to practise, or to the right to practise a particular profession or calling not fit to be admitted and practise that profession or calling”.

(3) Director of UMSS

That acting on behalf of the Board of Governors, the President and Vice-Chancellor confirmed in accordance with the terms of the Memorandum and Articles of Association of UMSS Ltd the re-appointment of Professor Clive Agnew as University Nominated Director of UMSS Ltd, with effect from 16 January 2002 for a further three year term.

(4) Seal Orders

That pursuant to General Regulation VII.4, the Common Seal of the University has been affixed to instruments recorded in entries no 1086 - 1101 Seal Register 1

10. Board committee reports

(1) Finance Committee (10 November 2011)

Received: A summary report and minutes of the meeting of the Finance Committee (including approval of the Annual Monitoring Statement for onward transmission to HEFCE), held on 10 November.

Reported:

- (i) That the Finance Committee approved amendment terms of reference comprising the addition of the following caveat to the general remit of the Committee:

...responsibility was on the basis of the information considered alongside assurances sought from senior managers/officers”.

The clause referring to internal control had been moved under the responsibility of Audit Committee.

- (ii) That the Finance Committee noted the Chair’s action to approve a loan scheme arrangement with an independent provider for MBA students (following the provision of additional information from the Director of the Manchester Business School).
- (iii) That the Finance Committee received an updated on the capital programme and noted the progress that had been made and that there were no financial risks associated with these projects at this time.
- (iv) That the consultation period for changes to the UMSS would close in December 2011 and changes would be implemented with effect from April 2012. A comprehensive summary of the current status of the three pension

schemes would be considered at the June 2012 meeting of Finance Committee

- (v) That the Finance Committee considered a number of changes to the Financial Regulations and Procedures and approved the amended Financial Procedures and recommended for approval by the Board changes to the Financial Regulations.
- (vi) That a review of the University's investment portfolio against the University's SRI policy had been undertaken by BlackRock. Finance Committee had requested further clarification of screening process.
- (vii) That the Finance Committee noted that, following a competitive tender process, Royal Bank of Scotland had been appointed as the University's bankers and they would take over from Barclays during 2012.
- (viii) That the Finance Committee received the financial statements for the year ended 31 July 2011. The accounts were recommended for acceptance by the Board of Governors
- (ix) That the Finance Committee noted that submission of the Five Year Plans was not required until 1 June 2012. Instead, HEFCE had requested a shortened return (comprising the period up to and including the current budget year 2011/12). Finance Committee considered the return and resolved to recommend it for approval by the Board and submission to HEFCE by 1 December 2011.
- (x) That the Finance Committee noted the latest management accounts which were provided for the information of Board members.
- (xi) That the Finance Committee noted that SUSC had met on 10 October 2011 and had approved the annual accounts for the University's subsidiary companies and the issue of letters of support.
- (xii) That the Investment Committee had met on 26 September 2011 and had recommended that it was no longer appropriate for Franklin Templeton to continue as one of the University's Fund Managers, as their overall strategies did not provide the consistency of performance that the University required. Finance Committee approved this recommendation and the Board was asked to note the decision.

Resolved:

- (i) That the Board of Governors approved the revision to the Financial Regulations and Procedures (which are available at the following location: <http://documents.manchester.ac.uk/DocuInfo.aspx?DocID=1742>).
- (ii) That the Board of Governors approved the submission of the return to HEFCE on the current budget year, in line with HEFCE's reporting requirements.

(2) Audit Committee (10 November 2011)

Received: A summary report and minutes of the meeting of the Audit Committee (including approval of the Annual Report of the Audit Committee for onward transmission to HEFCE), held on 10 November.

Reported:

- (i) That the Committee received a written report on the work of the Procurement Office in negotiating group contracts on behalf of the University over 2010-11 and Mr Ian Jarvey, Deputy Head of Procurement attended to deliver a presentation and answer questions from the Committee. On the basis of this

information and the value for money assessment presented within each internal audit review, the Committee concluded that it was broadly satisfied with the level of attention focused on obtaining value for money within the University.

- (ii) That the Committee considered the Annual Report of the Audit Committee to the Board of Governors and the Accountable Officer (the President and Vice-Chancellor). The Report had been compiled in a form that was consistent with the guidelines issued by HEFCE in its Audit Code of Practice, and included a resumé of the work of the Internal and External Auditors to date, and of other significant matters considered by the Committee. In summary, the Report advised the Board of Governors that the Committee was of the opinion that reasonable reliance could be placed on the University's internal control systems and that there were adequate arrangements for securing economy, efficiency and effectiveness. The Report, was commended to the Board of Governors for approval.
- (iii) That the Committee considered the Management Report and Accompanying Management Letter from the External Auditors (Deloitte LLP) on the Financial Statements for the year ended 31 July 2011, which recorded the key features of the audit to date, and contained details of specific observations arising, the way they had been treated in the Accounts, and the management responses. The Management Report included the Letter of Representation in relation to the 2010/11 external audit. Also presented, by way of background information for the Committee, was the Financial Statements for the year ended 2010/11, as approved by the Finance Committee at the meeting held on 10 November 2011.
- (iv) That the external auditors, on satisfactory completion of a small number of outstanding matters, anticipated issuing an unmodified audit opinion as to the truth and fairness of the financial statements. The Committee resolved that the completed Management Report and Management Letter be accepted for onward transmission to the HEFCE Assurance Service, as required by the HEFCE Code of Practice on Audit and Accountability, and that both documents be commended to the Board of Governors along with the Letter of Representation.
- (v) That the Committee considered the re-appointment of the External Auditors to the University for 2010-11, in accordance with the requirements of the HEFCE Audit Code of Practice. The Committee resolved to forward to the Board of Governors the recommendation from the Committee that Deloitte LLP be re-appointed as External Auditors to the University for 2011-12.
- (vi) That the Committee received the final Internal Audit Opinion of the Internal Auditors, Uniac. The internal auditors, Uniac, noted in their Annual Opinion that internal controls are generally effective and noted the significant amount of time and effort invested by the University in developing the devolved financial control framework. The Committee resolved to commend the Annual Opinion of the Internal Auditors to the Board of Governors, and thereafter, for onward transmission to HEFCE as part of the Audit Committee's Annual Report.

Resolved:

- (i) That the Board of Governors approved the re-appointment of Deloitte LLP as external auditors to the University for 2011-12.
- (ii) That the Board of Governors approved the Annual Report of the Audit Committee, including the Annual Opinion of the Internal Auditors, for onward transmission to HEFCE.

(3) Staffing Committee (9 November, 23 November 2011)

Received: A summary report and the minutes of the Staffing Committee meeting, held on 9 November 11, and an oral report of the meeting held on 23 November 2011, were brought to the attention of the Board.

Resolved: To approve the recommendations of the Staffing Committee that:

- (i) That the University proceeds with the process outlined in the agreed contracts procedure to deal with those staff considered to be at risk on open ended contracts linked to finite external funding for the period up to the end of June 2012.
- (ii) That the University continues to ensure that all suitable and appropriate alternative strategies for resolution, including redeployment and restructuring, have been properly considered.

(4) Remuneration Committee (23 November 2011)

Received: An oral report on the business undertaken at the meeting of the Remuneration Committee held on 23 November 2011.

Reported:

- (i) That the Remuneration Committee had considered, through the Senior Salaries Review Group, recommendations concerning the salaries of grade 9 staff. The outcome was that only a small number had been approved for uplift, and only by the value of one increment, where an obvious anomaly had been identified. A further review of the range would be undertaken to investigate the comparative scale of roles, market value, and assessments of individual performance, before any further recommendations were made across this grade.
- (ii) That the Committee had reviewed the salary of the CEO of UMI3, on the information provided in a detailed case and an assessment of performance. On the basis of this the Committee recommended to the Board the approval of the increase in salary, if the performance targets agreed were met.
- (iii) That in respect of salary reviews in 2012, and in line with pay awards in the sector and nationally, any recommendations on increases would be made only by exception.

11. Report from the Senate

Received:

- (i) A report from the meeting of the Senate held on 19 October 2011.
- (ii) On reference from Senate, the recommendation that the Board of Governors approve Senate's endorsement of a new structure for the Faculty of Medical and Human Sciences.

Reported:

- (i) The University's response to the Government's White Paper Higher Education: Students at the Heart of the System was noted.
- (ii) A detailed report, from the Vice-President (Teaching, Learning and Students), of the University's performance in the 2011 National Student Survey was discussed and the need to further improve performance was emphasised. All Schools were developing Student Experience Action Plans (SEAPs) for consideration in the Annual Performance Reviews and, for seven Schools, via a Student Experience Review Group (SERG). The focus of discussion at SERG meetings has been on feedback to students and personalised learning. It was noted that the University has in place policies in both these areas and that consideration therefore needed to be given to issues around their implementation. Student members of the Senate commended the approach taken in the SEAPs but emphasised the need for student consultation at every stage.

- (iii) The Vice-President (Research and Innovation) reported on preparations for the 2014 Research Excellence Framework (REF) and the merging of UMIP with physical incubator facilities across campus into a new organisation called UMI3. He noted that there had been a substantial drop in the number of research applications and awards and possible reasons for this were discussed. However it was also noted that many colleagues continue to achieve outstanding success and a number of recent successes were commended and recorded in the minutes.
- (iv) That Senate approved the Policy for Compliance with the Medicine for Human Use (Clinical Trials) Regulations.
- (v) That Senate endorsed the proposal for a new structure for the Faculty of Medical and Human Sciences noting that the proposal did not require a change in the formal School structure of the Faculty. The Board of Governors was asked to approve this recommendation. Full details of the new structure and the consultation process undertaken were provided.
- (vi) That a progress report on the merger of the Schools of Arts, Histories and Cultures and Languages, Linguistics and Cultures was received. Student members commended the positive process and the various opportunities for engagement with students.

Resolved: That the Board of Governors endorsed Senate's approval of a revised structure for the Faculty of Medical and Human Sciences.

12. Planning and Resources Committee (4 October and 8 November 2011)

Received: A summary of matters discussed at the meeting of the Committee held on 4 October and 8 November 2011.

Reported:

- (i) That the Director of UNIAC attended the PRC meeting on 4 October 2011 to provide an overview of the *Internal Audit Annual Report to the Board and the President and Vice-Chancellor* regarding UNIAC's Annual Opinion for the year ending 31 July 2011. The Committee noted that the University continued to make progress in the further development of the control environment. Some control issues were highlighted for improvement but the auditors were comfortable with the actions being introduced. The auditors remained comfortable with the data quality framework. The Committee noted that there would be a review of the Risk Registers and how risks were being managed by Audit Committee in January 2012. At the meeting on 3 October 2011 the Committee was informed that the main issues which had arisen from the 2011 compliance exercise were laptop encryption and fire marshals, and that action was underway to address these. At the meeting on 8 November 2011 the Committee noted the actions being taken in relation to data security as reported at Risk and Emergency Management Committee meeting on 19 October 2011.
- (ii) That at the meeting on 4 October 2011, the Committee considered the draft pre-audit Management Accounts for the year ended 31 July 2011 and the debt summary as at July 2011. It also received the final report of the Transparent Approach to Costing (TRAC) Equipment Working Group Phase 1.
- (iii) That at the meeting on 8 November 2011, the Committee considered the Financial Statements for the year ended 31 July 2011 and the financial forecast to 2011-12 (noting that HEFCE had deferred the submission of financial forecast data relating to the academic years 2012-13 to 2014-15 until 20 June 2012). These formed part of HEFCE's annual accountability process. The Committee also considered the draft Management Accounts as at 30 September 2011. During the period of this report, the Committee received the Minutes of the Finance Sub-Committee meetings held on 26 July and 20 September 2011.
- (iv) That the Committee received update reports at its meetings on 4 October and 8 November 2011 on: the consultation exercise on the proposed changes to UMSS; voluntary severance applications; and possible industrial action. At its meeting on 8

November 2011 the Committee noted the new initiatives being launched under Project Diamond. It also received the notes of the HR Sub-Committee meeting held on 27 September 2011.

- (v) That the Committee received updates on registration at its meetings on 4 October and 8 November 2011 and recorded its appreciation and congratulations to all who had been involved in recruitment, confirmation, clearing, registration and Welcome Week.
- (vi) That at its meeting on 4 October 2011, the Committee considered a paper on *Student Number Controls 2012-13* and proposals on how the working institutional student number control limit for 2012-13 recruitment would be implemented across the University. The Committee received an update on changes made by HEFCE to the student number control calculation at its meeting on 8 November 2011 together with early data on sector and University applications.
- (vii) That at its meeting on 4 October 2011, the Committee received a report on the outcome of the National Student Survey 2011, which showed that the 'overall satisfaction' score for the University of Manchester was 79%, the same as in 2010. It was very disappointing that the institution had not shown any improvement. The Committee noted the establishment of the Student Experience Review Group and that all Schools were producing Student Experience Action Plans for discussion at the Annual Performance Reviews.
- (viii) That at its meeting on 4 October 2011, the Committee approved the Planning and Budget Cycle for 2011-12 and considered a report summarising the University's performance in published League Tables.
- (ix) That at its meeting on 8 November 2011, the Committee received updates on the staff and student HESA returns and endorsed the draft Annual Monitoring Statement for submission to HEFCE.
- (x) That at its meeting on 4 October 2011 it was reported that HEFCE had approved the University's HEIF 2011-15 knowledge exchange strategy and had confirmed the University's HEIF allocations for the academic years 2012-13, 2013-14 and 2014-15.
- (xi) That at its meeting on 8 November 2011, the Committee considered the Capital Investment Framework 2 (CIF 2) metrics prepared by HEFCE. During the period of this report, the Committee received the Minutes of the Capital Planning Sub-Committee meetings held on 21 June, 12 July and 18 October 2011.
- (xii) That at its meeting on 4 October 2011, the Committee agreed the revisions made to Regulation VIII, Public Interest Disclosure Procedure, subject to a clarification regarding consistency with research misconduct procedures. This clarification was provided at the meeting on 8 November 2011. The Committee received the draft *Statement on Corporate Governance* and draft *Statement on Public Benefit* for comment at its meeting on 4 October 2011 and approved them at its meeting on 8 November 2011. At its meeting on 8 November 2011, the Committee also approved changes to Regulations I through VI governing electoral processes, which would allow the use of online methods to conduct elections in the next calendar year.
- (xiii) That at its meeting on 4 October 2011, the Committee considered the proposal for a new structure for the Faculty of Medical and Human Sciences and agreed that the proposal should be presented to Senate and the Board of Governors for information and endorsement.
- (xiv) That at its meeting on 4 October 2011, the Committee received and noted the University's response to the White Paper *Higher Education: Students at the Heart of the System*, the HEFCE consultation document 2011/20 *Teaching funding and student number controls: Consultation on changes to be implemented in 2012-13* and the *Consultation on potential early repayment mechanisms for student loans*. At its meeting on 8 November 2011, the Committee received and noted the University's response to the BIS Technical Consultation.

- (xv) That at its meeting on 8 November 2011 the Committee noted that the feedback on the consultation on the Manchester Vision for 2020 was overwhelmingly positive and had been considered and that the revised draft, which was considerably shorter and more student-focused, would be submitted to the Board of Governors for its meeting on 23 November 2011.
- (xvi) That at its meeting on 4 October 2011, the Committee was informed that the transfer of University catering staff into UMC Ltd was successfully completed on 1 August 2011 as planned. At its meeting on 8 November 2011, the Committee received updates relating to Dryden Street Nursery and Manchester Science Park.
- (xvii) That at its meeting on 4 October 2011 PRC agreed to recommend changes to the Committee's membership for 2011-12 to the Board of Governors for approval, i.e. that the membership of PRC be expanded to include *ex officio* the members of the Senior Executive Team who previously attended by invitation. In 2011-12, this would result in the Director of Estates, the University Librarian and Director, the General Counsel and the Director of Change Management and Process Improvement formally becoming members of PRC.

Close.

Taken as read and signed as a correct record on 8 February 2012.

APPENDIX 1**Regulation I****Election of members of the Senate in Category 3 (members of the academic and research staff)**

1. The election of members of the Senate in Category 3, on a Faculty by Faculty basis, shall be held in the Second Semester of each academic year on a date (the 'appointed date') to be fixed by the Registrar and Secretary, who shall also act as the Returning Officer. The date selected shall make due allowance for the provisions of paragraph 3 below to be properly fulfilled. The members elected shall normally take up their seats at the commencement of the academic year immediately following their election.
2. Subject to Statute VII.4, those entitled to nominate, vote and stand in the election in each of the Faculties shall be the members of the academic or research staff, full-time or part-time, who hold paid appointments assigned to the Faculty which are:
 - (a) of a duration greater than twelve months; or
 - (b) of a duration of twelve months or less, provided that each such member has an accumulated length of continuous service in excess of twelve months.
3. A roll of the persons eligible to nominate, vote or stand for election, as at 31 January in the academic year of election, shall be maintained, in consultation with the Registrar and Secretary, for each of the several Faculties by the respective Head of Faculty Administration, and shall be conclusive evidence that any person whose name appears therein is entitled to nominate, vote or stand in the election, and that any person whose name does not appear therein is not so entitled. Any matters relating to the eligibility of persons to nominate, vote or stand for election shall be determined by the Registrar and Secretary.
4. The election shall be conducted in each Faculty by the Head of Faculty Administration, in consultation with the Returning Officer, provided that in each Faculty:
 - (a) each candidate shall be nominated by no fewer than two eligible electors, and shall confirm, in writing, his or her willingness to stand for election;
 - (b) a period of no fewer than two weeks shall elapse between an announcement of the number of vacancies to be filled and the closing date for receipt of nominations;
 - (c) if on the expiration of the time for the receipt of nominations the number of valid nominations received does not exceed the number of vacancies declared, the Head of Faculty Administration shall inform the Returning Officer, who shall declare those candidates nominated to be duly elected. If in such instances nominations have been invited for periods of office of varying duration, the allocation of seats shall be determined by lot;
 - (d) if on the expiration of the time for the receipt of nominations the number of nominations received exceeds the number of vacancies declared, the election shall be determined by secret ballot. In such circumstances, the Head of Faculty Administration shall make available to each elector, no fewer than two weeks before the appointed date, information giving the names and styles of the candidates, and the appointment each holds;
 - (e) each elector shall be at liberty to vote for as many candidates as there are vacancies, and shall vote via an approved electronic voting system. On the expiration of the period for electronic voting the Head of Faculty Administration shall count the votes;
 - (f) if ballots are being held for seats which include a number having periods of office of varying duration, the allocation of these seats shall be determined by the number of votes cast, the candidate with the greater number of votes taking the seat of longer duration, unless there is an equality in the number of votes cast for such seat, in which case the allocation of the seat shall be determined by lot. In the event that there is an equality in the number of votes cast for the final seat between two or more candidates, the allocation of that seat shall be determined by lot;

- (g) on completion of the counting of the votes cast and the allocation of seats, the Head of Faculty Administration shall forward the result to the Returning Officer, who shall publish the names of the successful candidates forthwith;
- (h) a scrutiny shall be held if demanded by ten electors within seven days of the publication of the name or names of those elected, one proposer of each candidate to act as a scrutineer, such scrutineer to be selected by the candidate.

Regulation II

Election of members of the General Assembly in Category 11 (members of the Senate)

1. The election of members of the General Assembly in Category 11 shall be held in the Second Semester of each academic year on a date (the 'appointed date') to be fixed by the Registrar and Secretary, who shall also act as the Returning Officer. The date selected shall make due allowance for the provisions of paragraph 3 below to be properly fulfilled. The members elected shall normally take up their seats at the commencement of the academic year immediately following their election.
2. Those entitled to nominate and vote in the election shall be the members of the Senate in Categories 1, 2, 3 and 4, but, subject to Ordinance V.7, only those members of the Senate in Categories 2 and 3 may stand for election.
3. The rolls of the persons eligible to nominate and vote, and to stand for election, as at 30 April in the academic year of election, shall be maintained by the Registrar and Secretary and shall be conclusive evidence that any person whose name appears therein is entitled to nominate, vote or stand in the election, and that any person whose name does not appear therein is not so entitled. Any matters relating to the eligibility of persons to nominate, vote or stand for election shall be determined by the Registrar and Secretary.
4. The election shall be conducted by the Returning Officer, provided that:
 - (a) each candidate shall be nominated by no fewer than two eligible electors, and shall confirm, in writing, his or her willingness to stand for election;
 - (b) a period of no fewer than two weeks shall elapse between an announcement of the number of vacancies to be filled and the closing date for receipt of nominations;
 - (c) if on the expiration of the time for the receipt of nominations the number of valid nominations received does not exceed the number of vacancies declared, the Returning Officer shall declare those candidates nominated to be duly elected. If in such instances nominations have been invited for periods of office of varying duration, the allocation of seats shall be determined by lot;
 - (d) if on the expiration of the time for the receipt of nominations the number of nominations received exceeds the number of vacancies declared, the election shall be determined by secret ballot. In such circumstances, the Returning Officer shall make available to each elector, no fewer than two weeks before the appointed date, information giving the names and styles of the candidates, and the appointment each holds;
 - (e) each elector shall be at liberty to vote for as many candidates as there are vacancies, and shall vote via an approved electronic voting system. On the expiration of the period for electronic voting the Returning Officer shall count the votes;
 - (f) if ballots are being held for periods of office of varying duration, the allocation of seats shall be determined by the number of votes cast, the candidate with the greater number of votes taking the seat of longer duration, unless there is an equality in the number of votes cast for such seat, in which case the allocation of the seat shall be determined by lot. In the event that there is an equality in the number of votes cast for the final seat between two or more candidates, the allocation of that seat shall be determined by lot;
 - (g) on completion of the counting of the votes cast and the allocation of seats, the Returning Officer shall publish the names of the successful candidates forthwith;

- (h) a scrutiny shall be held if demanded by ten electors within seven days of the publication of the name or names of those elected, one proposer of each candidate to act as a scrutineer, such scrutineer to be selected by the candidate.

Regulation III

Election of members of the General Assembly in Category 12 (members of the staff)

1. The election of members of the General Assembly in Category 12 shall be held in the Second Semester of each academic year on a date (the 'appointed date') to be fixed by the Registrar and Secretary, who shall also act as the Returning Officer. The date selected shall make due allowance for the provisions of paragraph 3 below to be properly fulfilled. The members elected shall normally take up their seats at the commencement of the academic year immediately following their election.
2. Subject to Ordinance V.7, those entitled to nominate, vote and stand in the election in each of the electoral categories designated in Ordinance V.10 shall be the members of the staff, full-time or part-time, who hold paid, superannuable appointments within the electoral category which are:
 - (a) of a duration greater than twelve months; or
 - (b) of a duration of twelve months or less, provided that each such staff member has an accumulated length of continuous service in excess of twelve months.
3. A roll of the persons eligible to nominate, vote or stand for election, as at 31 January in the academic year of election, shall be maintained by the Registrar and Secretary and shall be conclusive evidence that any person whose name appears therein is entitled to nominate, vote or stand in the election, and that any person whose name does not appear therein is not so entitled. Any matters relating to the eligibility of persons to nominate, vote or stand for election shall be determined by the Registrar and Secretary.
4. The election shall be conducted in each electoral category by the Returning Officer, provided that in each electoral category:
 - (a) each candidate shall be nominated by no fewer than ten eligible electors, and shall confirm, in writing, his or her willingness to stand for election;
 - (b) a period of no fewer than two weeks shall elapse between an announcement of the number of vacancies to be filled and the closing date for receipt of nominations;
 - (c) if on the expiration of the time for the receipt of nominations the number of valid nominations received does not exceed the number of vacancies declared, the Returning Officer shall declare those candidates nominated to be duly elected. If in such instances nominations have been invited for periods of office of varying duration, the allocation of seats shall be determined by lot;
 - (d) if on the expiration of the time for the receipt of nominations the number of nominations received exceeds the number of vacancies declared, the election shall be determined by secret ballot. In such circumstances, the Returning Officer shall make available to each elector, no fewer than two weeks before the appointed date, information giving the names and styles of the candidates, and the appointment each holds;
 - (e) each elector shall be at liberty to vote for as many candidates as there are vacancies, and shall vote via an approved electronic voting system. On the expiration of the period for electronic voting the Returning Officer shall count the votes;
 - (f) if ballots are being held for seats which include a number having periods of office of varying duration, the allocation of these seats shall be determined by the number of votes cast, the candidate with the greater number of votes taking the seat of longer duration, unless there is an equality in the number of votes cast for such seat, in which case the allocation of the seat shall be determined by lot. In the event that there is an equality in the number of votes cast for the final seat between two or more candidates, the allocation of that seat shall be determined by lot;

- (g) on completion of the counting of the votes cast and the allocation of seats, the Returning Officer shall publish the names of the successful candidates forthwith;
- (h) a scrutiny shall be held if demanded by twenty electors within seven days of the publication of the name or names of those elected, one proposer of each candidate to act as a scrutineer, such scrutineer to be selected by the candidate.

Regulation IV

Election of members of the General Assembly in Category 13 (members of the Alumni Association)

1. The election of members of the General Assembly in Category 13 shall be held in the Second Semester of each academic year on a date to be fixed by the Registrar and Secretary in consultation with the Officers of the Association. The date selected shall make due allowance for the provisions of paragraphs 3 and 4 below to be properly fulfilled. The Returning Officer for the election shall be appointed by the Officers of the Association, and shall not be a candidate for election. The members elected shall normally take up their seats at the commencement of the academic year immediately following their election.
2. Those entitled to nominate and vote in the election shall be the members of the Association whose names appear on the list of members compiled pursuant to Statute XVIII.3, but, subject to Ordinance V.7, only those members of the Association who are members under the provisions of Statute XVIII.2(a) and (b), and whose names appear on the aforementioned list, may stand for election.
3. The rolls of the persons eligible to nominate and vote, and to stand for election, as at 31 January in the academic year of election, shall be maintained by the Officers of the Association, with any necessary assistance provided by the Registrar and Secretary, and shall be conclusive evidence that, subject to paragraph 2 above, any person whose name appears therein is entitled to nominate, vote (subject to paragraph 4(d) below) or stand in the election, and that any person whose name does not appear therein is not so entitled. Any matters relating to the eligibility of persons to nominate, vote or stand for election shall be determined by the Officers of the Association, in consultation with the Registrar and Secretary.
4. The election shall be conducted by the Returning Officer, provided that:
 - (a) each candidate shall be nominated by no fewer than five eligible electors, and shall confirm, in writing, his or her willingness to stand for election;
 - (b) a period of no fewer than four weeks shall elapse between an announcement of the number of vacancies to be filled and the closing date for receipt of nominations;
 - (c) if on the expiration of the time for the receipt of nominations the number of valid nominations received does not exceed the number of vacancies declared, the Returning Officer shall declare those candidates nominated to be duly elected. If in such instances nominations have been invited for periods of office of varying duration, the allocation of seats shall be determined by lot;
 - (d) if on the expiration of the time for the receipt of nominations the number of nominations received exceeds the number of vacancies declared, the election shall be determined by secret ballot of those eligible voting members present at the Annual General Meeting or, exceptionally, at an Extraordinary General Meeting of the Association. At such meeting, the Returning Officer shall make available information to each elector giving the names and styles of the candidates, and such other information as the Officers of the Association may from time to time determine;
 - (e) each elector shall be at liberty to vote for as many candidates as there are vacancies;;
 - (f) if ballots are being held for seats which include a number having periods of office of varying duration, the allocation of these seats shall be determined by the number of votes cast, the candidate with the greater number of votes taking the seat of longer duration, unless there is an equality in the number of votes cast for such seat, in which case the allocation of the seat shall be determined by lot. In the event that there is an equality in the number of votes cast

for the final seat between two or more candidates, the allocation of that seat shall be determined by lot;

- (g) on completion of the counting of the votes cast and the allocation of seats, the Returning Officer shall publish the names of the successful candidates forthwith, and without further delay send a copy of the result to the Registrar and Secretary.

Regulation V

Election of members of the Board of Governors in Category 3 (members of the Senate)

1. The election of members of the Board in Category 3 shall be held in the Second Semester of each academic year on a date (the 'appointed date') to be fixed by the Registrar and Secretary, who shall also act as the Returning Officer. The date selected shall make due allowance for the provisions of paragraph 3 below to be properly fulfilled. The members elected shall normally take up their seats at the commencement of the academic year immediately following their election.
2. Those entitled to nominate and vote in the election shall be the members of the Senate in Categories 1, 2, 3 and 4, but, subject to Ordinance V.4(b), only those members of the Senate in Categories 2 and 3 may stand for election.
3. The rolls of the persons eligible to nominate and vote, and to stand for election, as at 30 April in the academic year of election, shall be maintained by the Registrar and Secretary and shall be conclusive evidence that any person whose name appears therein is entitled to nominate, vote or stand in the election, and that any person whose name does not appear therein is not so entitled. Any matters relating to the eligibility of persons to nominate, vote or stand for election shall be determined by the Registrar and Secretary.
4. The election shall be conducted by the Returning Officer, provided that:
 - (a) each candidate shall be nominated by no fewer than two eligible electors, and shall confirm, in writing, his or her willingness to stand for election;
 - (b) a period of no fewer than two weeks shall elapse between an announcement of the number of vacancies to be filled and the closing date for receipt of nominations;
 - (c) if on the expiration of the time for the receipt of nominations the number of valid nominations received does not exceed the number of vacancies declared, the Returning Officer shall declare those candidates nominated to be duly elected, having regard to the requirements of Statute VI.1(c), and then of Ordinance V.4(a). If in such instances nominations have been invited for periods of office of varying duration, the allocation of seats shall, where necessary, be determined by lot;
 - (d) if on the expiration of the time for the receipt of nominations the number of nominations received exceeds the number of vacancies declared, the election shall be determined by secret ballot. In such circumstances, the Returning Officer shall make available to each elector, no fewer than two weeks before the appointed date, information giving the names and styles of the candidates, and the appointment each holds;
 - (e) each elector shall be at liberty to vote for as many candidates as there are vacancies, and shall vote via an approved electronic voting system ;
 - (f) on the expiration of the period for electronic voting the Returning Officer shall count the votes and determine the allocation of the available seats amongst the various candidates in conformity with the requirements of Statute VI.1(c). In doing so, he or she shall first have regard to the number of votes cast for each candidate, then to fulfilling the requirements specified in Statute VI.1(c), and finally to fulfilling the requirements specified in Ordinance V.4(a);
 - (g) if ballots are being held for seats which include a number having periods of office of varying duration, the allocation of these seats shall be determined by the number of votes cast, the candidate with the greater number of votes taking the seat of longer duration, unless there is an equality in the number of votes cast for such seat, in which case the allocation of the seat shall be determined by lot. In the event that there is an equality in the number of votes cast

for the final seat between two or more candidates, the allocation of that seat shall be determined by lot;

- (h) on completion of the counting of the votes cast and the allocation of seats, the Returning Officer shall publish the names of the successful candidates forthwith;
- (i) a scrutiny shall be held if demanded by ten electors within seven days of the publication of the name or names of those elected, one proposer of each candidate to act as a scrutineer, such scrutineer to be selected by the candidate.

Regulation VI

Election of members of the Board of Governors in Category 4 (members of the staff serving on the General Assembly)

1. The election of members of the Board in Category 4 shall be held in the Second Semester of each academic year on a date (the 'appointed date') to be fixed by the Registrar and Secretary, who shall also act as the Returning Officer. The date selected shall make due allowance for the provisions of paragraph 3 below to be properly fulfilled. The members elected shall normally take up their seats at the commencement of the academic year immediately following their election.
2. Those entitled to nominate and vote in the election shall be the members of the General Assembly, but only those members of the General Assembly in Category 12, except those holding academic or research appointments, may stand for election.
3. The rolls of the persons eligible to nominate and vote, and to stand for election, as at 30 April in the academic year of election, shall be maintained by the Registrar and Secretary and shall be conclusive evidence that any person whose name appears therein is entitled to nominate, vote or stand in the election, and that any person whose name does not appear therein is not so entitled. Any matters relating to the eligibility of persons to nominate, vote or stand for election shall be determined by the Registrar and Secretary.
4. The election shall be conducted by the Returning Officer, provided that:
 - (a) each candidate shall be nominated by no fewer than four eligible electors, and shall confirm, in writing, his or her willingness to stand for election;
 - (b) a period of no fewer than two weeks shall elapse between an announcement of the number of vacancies to be filled and the closing date for receipt of nominations;
 - (c) if on the expiration of the time for the receipt of nominations the number of valid nominations received does not exceed the number of vacancies declared, the Returning Officer shall declare those candidates nominated to be duly elected, having regard to the requirements of Statute VI.1(d). If in such instances nominations have been invited for periods of office of varying duration, the allocation of seats shall, where necessary, be determined by lot;
 - (d) if on the expiration of the time for the receipt of nominations the number of nominations received exceeds the number of vacancies declared, the election shall be determined by secret ballot. In such circumstances, the Returning Officer shall make available to each elector, no fewer than three weeks before the appointed date, information giving the names and styles of the candidates, and the appointment each holds;
 - (e) each elector shall be at liberty to vote for as many candidates as there are vacancies, and shall vote via an approved electronic voting system;
 - (f) on the expiration of the time for the receipt of voting papers the Returning Officer shall count the votes and determine the allocation of the available seats amongst the various candidates in conformity with the requirements of Statute VI.1(d). In doing so, he or she shall first have regard to the number of votes cast for each candidate, then to fulfilling the requirements specified in Statute VI.1(d);

- (g) if ballots are being held for seats which include a number having periods of office of varying duration, the allocation of these seats shall be determined by the number of votes cast, the candidate with the greater number of votes taking the seat of longer duration, unless there is an equality in the number of votes cast for such seat, in which case the allocation of the seat shall be determined by lot. In the event that there is an equality in the number of votes cast for the final seat between two or more candidates, the allocation of that seat shall be determined by lot;
- (h) on completion of the counting of the votes cast and the allocation of seats, the Returning Officer shall publish the names of the successful candidates forthwith;
- (i) a scrutiny shall be held if demanded by ten electors within seven days of the publication of the name or names of those elected, one proposer of each candidate to act as a scrutineer, such scrutineer to be selected by the candidate.

Regulation VIII Public Interest Disclosure Procedure

Introduction

1. The Public Interest Disclosure Act 1999 ('the Act') gives legal protection to workers against being dismissed or suffering any other detriment as a consequence of raising, with appropriate senior personnel, concerns which they believe indicate malpractice within the organisation. In response to the Act, the University has established appropriate channels through which staff can express such concerns ('the procedures') and emphasises that the position in the University of the individual expressing such concerns ('the discloser') which they reasonably believe to be true in good faith and in accordance with this procedure, should not be jeopardised as a result. It is further emphasised that the procedures are intended to provide guidance to employees and other workers at the University who believe that they have discovered evidence of malpractice. They are not designed to permit the questioning of business decisions taken by the University, nor may they be used to seek reconsideration of any matter that has already been addressed under any other established procedure.

General Principles

2. The University, like other public bodies, has a duty to conduct its affairs in a responsible and transparent way, and to take into account in so doing the requirements of funding bodies and the standards in public life set out by the Nolan Committee. In addition, the University corporately is committed in a demonstrable way to the principles of academic freedom and equality of opportunity which are embodied in its Charter and Statutes.

3. In return, the University has a reasonable expectation that all its employees and Members will conduct themselves in a manner which is consistent with and conducive to the maintenance of these high standards, as befits those who, at all levels, have a responsibility to fulfil in connection with the use of public funds.

Scope and Application

4. The procedures are intended to cover concerns that are in the public interest. Such concerns may include:

- (a) financial malpractice, impropriety or fraud;
- (b) failure to comply with a legal obligation, regulatory requirements, or with the laws of the University;
- (c) serious danger to the health and safety of the individual or the environment;
- (d) criminal activity;
- (e) academic or professional malpractice;
- (f) miscarriage of justice;
- (g) attempts to conceal any of the above.

5. The procedures are not intended to replace or provide alternatives to remedies or procedures that already exist and are appropriate to the circumstances. For example, allegations of injustice or discrimination made by one member of staff against another should be dealt with under the appropriate grievance procedures established by the Board for the category of staff to which the discloser belongs, or for the specific nature of the complaint. Other matters for which established procedures are in place (for example allegations of misconduct in research) should be raised through those procedures.

6. Disclosers are normally expected to identify themselves and action will not normally be taken in response to anonymous disclosures. However, anonymous disclosures may be considered under these procedures depending on:

- (a) the seriousness of the issues raised;
- (b) the credibility of the concern; and
- (c) the likelihood of being able to verify the circumstances via alternative, credible sources.

7. If a disclosure is made in good faith, but the circumstances are not confirmed by subsequent investigation, no management action will be taken against the discloser, and any reprisals against, or victimisation of, him or her will be considered to be a serious disciplinary offence. If, however, a person makes a disclosure which s/he does not reasonably believe to be true or for malicious or frivolous reasons, or in bad faith or with a view to personal gain as revealed by the subsequent investigation, such person may become the subject of disciplinary action.

Procedures

8. In most cases, employees or other workers should be able to raise any concerns with a manager. However, should the potential discloser consider that it may be necessary or appropriate to raise the matter formally, for example, where he or she may fear that his or her position in the University may be jeopardised, or where the usual channels may be inappropriate or ineffective concerns should be raised in the first instance with the Deputy Secretary (unless the concerns relate to that individual). The role of the Deputy Secretary will be to provide initial guidance and assistance, which may include guidance on the appropriate procedure through which the disclosure should be progressed. If having discussed the matter with the Deputy Secretary the discloser considers that the disclosure should be investigated formally through this procedure, the concern should, subject to paragraph 12 below, be disclosed in writing to the Registrar, Secretary and Chief Operating Officer, whose principal initial purpose will be to establish whether or not there are *prima facie* grounds for the concern and if so, the appropriate means for dealing with it. When making a disclosure, the discloser should provide as much information and detail as possible.

9. If the Registrar, Secretary and Chief Operating Officer considers that the information disclosed does not potentially concern information covered by this procedure, he or she may choose to take no further action. Alternatively, he or she may find that the matter should be dealt with under a different University procedure, in which case he or she will advise the person making the disclosure as to the appropriate steps which should be taken.

10. If, following the initial consideration, the Registrar, Secretary and Chief Operating Officer believes the disclosure does potentially concern matters covered by this procedure and that there are *prima facie* grounds for concern, he or she will decide whether an investigation should be conducted and what form it should take. This will depend on the nature of the matter raised and may or may not take the form of an investigation under this procedure.

11. If the Registrar, Secretary and Chief Operating Officer believes it is appropriate, he or she will investigate the concern that has been raised and, subject to paragraph 13 below, will prepare a report for the President and Vice-Chancellor, who will consider the report and if he or she considers that the concerns raised are justified will direct that appropriate action should be taken according to established procedures (for example, disciplinary) or by appropriate managerial intervention. The Registrar, Secretary and Chief Operating Officer may appoint another person to undertake the detailed investigation on his or her behalf, provided that the conclusions of the person so appointed are reported to, and endorsed by, the Registrar, Secretary and Chief Operating Officer before a report is made to the President and Vice-Chancellor.

12. Where the concern relates to the Registrar, Secretary and Chief Operating Officer, or it is otherwise inappropriate to raise the disclosure with the Registrar, Secretary and Chief Operating Officer it should be raised with the President and Vice-Chancellor who will nominate a member of the University's senior management or other suitable person to consider the issues raised. In such circumstances, all references in paragraphs 8 to 11 above to the Registrar, Secretary and Chief Operating Officer should be deemed to refer to the nominee.

13. Where a concern relates to the President and Vice-Chancellor, the Registrar, Secretary and Chief Operating Officer will report to the Chair of the Board who will consider the report and if he or she considers that the concerns raised are justified will direct that appropriate action should be taken according to established procedures (for example, disciplinary) or by appropriate managerial intervention.

14. In all cases where a concern has been raised under this procedure, the person with whom it has been raised will make a record of its receipt and of the subsequent action taken. Such records shall be retained in the University by the Deputy Secretary for a minimum period of three years.

15. If on initial consideration the matter is judged not to require further investigation under this procedure in accordance with paragraph 9 or 10, the discloser will be so informed and given the opportunity to refer it to the Chair of the Board, who will take such steps as he or she deems necessary to review the case. Decisions by the President and Vice-Chancellor under paragraph 11 or the Chair of the Board under paragraph 13 will be final.

16. All matters raised formally under this procedure, including those dismissed after initial consideration under paragraph 9 or 10, and the results of their investigation, must be reported to the Audit Committee. The outcome of all investigations into matters raised or any reviews under paragraph 15 will, if appropriate, be reported to the discloser on a strictly confidential basis. However, sometimes the need for confidentiality may prevent the University from giving to the discloser specific details of the investigation or any action taken as a result.

17. In the conduct of the initial consideration of any concerns raised under this procedure, all reasonable steps will be taken not to breach confidentiality or to reveal the identity of the discloser until a formal investigation is initiated. Thereafter reasonable steps will be taken to maintain confidentiality in so far as it is consistent with a fair investigation and with the right of the person or persons being investigated to be aware of the nature of the matter raised. Potential disclosers who are concerned about possible repercussions if their identity is revealed should contact the Deputy Secretary so that appropriate measures can be considered to preserve confidentiality as far as possible.

External Disclosures

18. The aim of this procedure is to provide an internal mechanism for reporting, investigating and remedying any malpractice in the University. However, the law recognises that in some circumstances it may be appropriate to report concerns to an external body such as a regulator. Disclosers should normally seek advice before reporting a concern to anyone external. The independent whistleblowing charity, Public Concern at Work, operates a confidential helpline and has a list of prescribed regulators for reporting certain types of concern. Their contact details are found at www.pcaw.co.uk

Review

19. The operation of these procedures shall be reviewed periodically by the Board.