

The University of Manchester

BOARD OF GOVERNORS

Wednesday, 18 March 2020

Present: Mr Edward Astle (in the Chair)*, President and Vice-Chancellor, Dr John Stageman (Deputy Chair)*, Prof Claire Alexander*, Mrs Ann Barnes*, Mr Gary Buxton*, Mr Michael Crick*, Mr Colin Gillespie*, Dr Reinmar Hager*, Mr Nick Hillman*, Prof Steve Jones*, Ms Sara Khan*, Mr Kwame Kwarteng* (General Secretary of UMSU), Mrs Bridget Lea*, Dr Neil McArthur*, Mr Robin Phillips*, Mr Richard Solomons*, Mr Andrew Spinoza*, Prof Nalin Thakkar, Dr Delia Vazquez*, Mrs Alice Webb* (part of meeting) and Ms Ros Webster* (22)

In attendance: Ms Caroline Johnstone (Board member and Chair of Finance Committee designate)*, the Registrar, Secretary and Chief Operating Officer (RSCOO), the Deputy President and Deputy Vice-Chancellor*, the Vice-President and Dean of Faculty of Biology, Medicine and Health, the Interim Director of Finance, and the Deputy Secretary.

(* indicates members or officers attending either by telephone link or video conference facilities)

Apologies: Prof Danielle George

1. Declarations of Interest

Reported: there were no new declarations of interest.

2. Minutes

Resolved: The minutes of the meeting held on 19 February 2020 were approved as a correct record subject to the following amendments:

Item 7-Noted (1). Additional sentence at the end of the current paragraph: "It was important to ensure that implications for students with disabilities and access needs were taken into account."

Item 8 Additional clause added as Noted (7).

"Currently, gender and ethnicity details of survey participants were not captured and it would be useful and illuminating for this information to be recorded in future surveys."

3. Matters arising from the minutes

Noted: an updated report on ongoing issues that had been raised at previous meetings either addressed within the agenda or to come forward at a later date.

4. Update on latest position on the Covid-19 outbreak

Reported:

(1) In accordance with the latest government advice on the Covid-19 outbreak, all face to face teaching had been suspended from 5pm on Tuesday 17 March. All non-essential facilities and services had been closed and this included most teaching and research buildings, and all libraries and cultural institutions. In reaching this decision the health, safety and wellbeing of students and staff had been the paramount consideration.

(2) As much teaching as possible was being moved on-line and the majority of staff were now working from home; some staff in key operational areas, including IT and Security remained on-site. On-line

materials would be pre-recorded and this would ensure that students in different time zones were not disadvantaged. Student halls of residence and support services remained open for students who were unable to return home or for whom Manchester was home. Students in private accommodation would be able to access support and advice. The Senior Leadership Team (SLT) was meeting daily to review the situation and act where appropriate. The Vice-President and Dean of Faculty of Biology, Medicine and Health advised the Board that it might be necessary for him to temporarily step away from his University role into a full-time NHS role depending on events. The Board offered its full support should this be the case, noting that deputy contingency arrangements were in place for him and all SLT members.

(3) The situation was evolving rapidly and the government position had changed in the light of recent modelling carried out by Imperial College, which factored in experience of the outbreak in Italy and Spain. This indicated that the contain and delay approach previously recommended ran the risk of resulting in a spike in patients requiring intensive care, including the use of ventilators, which would exceed NHS capacity. Accordingly, the recommended approach was to suppress the disease through further restriction of social contact. The University approach was therefore sensible and proportionate and in accordance with latest official government and Public Health England advice. Modelling was not an exact science, and data would be updated as further evidence emerged; whilst it was recognised that modelling for recent MERS and SARS outbreaks has been overly pessimistic, current information suggested that suppression would be required until the development of a vaccine. In response to questioning, it was confirmed that earlier government advice, which had included reference to the concept of “herd immunity”, had now been superseded. University messaging, in line with government and Public Health England advice, continued to stress the importance of personal hygiene.

(4) It was likely that final year Medical and Nursing students would be accelerated into the workforce; discussions about this were ongoing with government, regulatory bodies and other medical schools. The University had the capability to provide significant increase in diagnostic capacity, with expertise across a range of relevant disciplines and its links to Health Innovation Manchester and its status as an Academic Health Science Centre. Research that was contributing to solving the current crisis was being prioritised, along with other clinical trials that were contributing to life saving treatment; other research was being wound down and appropriate audit trails would be maintained. In response to questioning, the potential for the University to contribute expertise to support the required increase in ventilator manufacture was also noted. Whilst research expertise in medicine, health and engineering was likely to be most relevant to addressing the current crisis, some humanities research (e.g into public trust) was also germane.

(5) Legislation to permit recently retired doctors and nurses (within the last 2-3 years) to return to the workforce was under consideration, although it was noted that there was a higher likelihood that they were in the at risk category. In response to questioning, it was noted that research involving animals had been scaled back and no new research would be starting, and the University was compliant with the conditions of the licence issued by the Home Office.

(6) A member noted the potential for the switch to on-line learning to have a disproportionately adverse impact on students from disadvantaged backgrounds. The University was mindful that students from poorer backgrounds may not have immediate access to laptops (and there was currently no spare laptop capacity) and work was ongoing to ensure that online materials were accessible via smartphones. The University’s strategy would also be cognisant of the needs of disabled students, and it was noted that the more widespread use of on-line learning presented potential longer-term benefits for disabled students. Academic staff had shown initiative and resourcefulness in adapting learning materials; the University had suspended staff ability to opt out of lecture capture and although it would not apply this retrospectively, it was encouraging all academic staff to release materials to facilitate access to learning. The University was committed to ensuring that students were able to achieve the Intended Learning Outcomes of their programmes of study.

(7) A further question was raised about the position of international students who were unable to return home; the Home Office had advised that it would adopt a flexible approach to students whose visas were due to expire and, as noted above, the University was maintaining services for students in this position. Given that there would be spare capacity, there was potential to offer students currently in private accommodation the opportunity to move into University halls. In response to a further question about the position of graduates sponsored by the University and on a post-study work visa, the expectation was

that automatic extension would apply and there was agreement that communications on this point would be helpful.

Action: RSCOO

(8) Support was available for students in accommodation who were required to self-isolate and this included delivery of meals to rooms where required. The Chinese Consulate in Manchester has been helpful in supporting the University in providing advice and guidance to Chinese students. To date, there had only been one student with a confirmed Covid-19 diagnosis, although over 100 were self-isolating.

(9) There was recognition that in the current situation, the position and requirements of Postgraduate Research students differed from the rest of the student body and discussions about how best to meet those needs were ongoing. PGR students had been included in the general staff (as opposed to student) communication. There was ongoing discussion with research funders about flexibility on deadlines; recruitment of researchers would be paused, even where funding was in place, on the basis that funders had not agreed to cost extensions.

(10) There was also recognition that students might experience financial hardship as a consequence of a reduction in employment opportunities because of the crisis. The University had committed both to honouring casual employment arrangements for students (despite event cancellation) and planned commitments for PGR students as Graduate Teaching Assistants.

(11) Coronavirus response planning was led a Core Incident Group (CIG) chaired by the RSCOO (overseen by the Senior Leadership Team) with sub-groups covering Teaching and Learning, Research Strategy, Students, Staff, and Facilities, Capabilities and Business Continuity. In addition, each Faculty had a Planning and Incident Group. CIG and its sub-groups were focusing on planning and scenario modelling and until the recent change in government advice as outlined above, the emphasis has been on business as usual as far as possible; this had now changed. Deadlines relating to a number of sector-wide exercises, including the Research Excellence Framework, were under review and the University would be making the case for a pause given current circumstances. Support for the Students' Union was being considered at the Student sub-group.

(12) The scale and open-ended nature of the current situation was particularly challenging. The severity of the current situation did offer potential longer-term improvements to ways of working, including greater use of video conferencing and on-line learning; as an example over 1,500 staff had signed up to the Zoom package in the past 24 hours. The successful operation of the Board meeting via Zoom indicated that the potential for Board and Board committees to operate differently in the future, once the current crisis was over. The Board agreed that it would be helpful, in due course, for the Board to be provided with the high-level risk register that had guided the University through the incident planning.

Action: RSCOO/Director of Compliance and Risk

(13) Senate had been briefed on the developing Coronavirus position on Monday 16 March (this was before the updated government advice which had resulted in suspension of face-to-face teaching). Senate had been assured that staff working from home, on sick leave or self-isolating would not be financially disadvantaged nor subject to implementation of HR policy thresholds for sick leave. Members had raised concerns about longer term staffing implications and impact on the current restructuring programmes (particularly the Student Experience Programme, given its impact on admissions). The University's focus was on responding to the immediate crisis, and the University was not using the situation as an opportunity to reduce staffing levels. However, the likely scale of impact meant that in due course there would need to be attention to the overall cost base. In relation to ongoing consultation relating to proposals for the second phase of the Student Experience Programme and the Wolfson Molecular Imaging Centre (as approved by the Board at its 19 February 2020 meeting), discussion about next steps was ongoing. The focus on short-term crisis management meant that scheduled staff appeal and disciplinary hearings would need to be postponed and discussion about the impact of revised ways of working on existing HR policies was ongoing.

(15) The short term and longer term financial impact was considered in detail. There had been an immediate deterioration in income from Executive Education and international offices had closed. There was an expectation that fee income would be lower than forecast this year as some students chose to terminate studies early and there would also be a negative impact on income from residences. Investments would also be impacted and there was also the increasing threat that a US\$ revaluation would be triggered because of adverse market conditions. The cancellation of all international travel and

reduced payments to contractors (given likely delays in building projects) would ameliorate the position to some degree.

(16) In the medium to longer term, a significant reduction in international student recruitment was expected and the position for applicants with A levels remained uncertain. The University had written to offer holders and would provide further detail on this to the Board at its May meeting (there was potential for international offer holders to be offered on-line delivery and face-to-face delivery in country). Given the scale of the potential financial impact, all possible measures to ameliorate the situation were under consideration. Financial contingency planning to address the impact of Covid-19 had taken place but this would need to be revisited in light of the updated government guidance.

(17) The planned reforecast of the budget at the end of Quarter 3 (ie end of April) would be replaced by a reforecast at the end of Month 8 (March) with monthly reforecasts on a dynamic basis thereafter (reforecasts would be cognisant of local information, given potential differential impact on faculties). All non-essential purchases would cease with immediate effect. There would need to be a re-evaluation of all aspects of the 2020-21 budget, given likely reduction in international students and potential negative impact on research income. There was potential for collective action by Universities, for example through the Russell Group ensuring that the needs of the sector are visible and understood at government level, although the extent to which the government would be prepared to support the sector was unknown.

(18) A number of members with relevant experience in other sectors stressed the importance (given the scale and rapidly developing nature of the crisis) of safeguarding the University's cash position and seeking external legal and professional advice to seek assurance on this and possible governance contingency arrangements.

Resolved:

(1) The Board noted the scope and breadth of the work already undertaken to address the escalating, short term crisis and expressed its full support and appreciation of management action to date.

(2) The Board would be updated on a regular basis as the situation developed and a joint meeting of Finance and Audit and Risk Committees be convened at an appropriate point before the next scheduled meeting on 6 May to consider further financial implications and developing risk as outlined above.

Action: Deputy Secretary

5. Assessment of Performance against 2018-19 Operational Priorities

Received: a brief report providing a Red, Amber and Green rating for the 2018-19 Operational Priorities considered by the Board of Governors at the Accountability Review session on 19 February 2020.

Resolved: to approve performance ratings as set out in the report.

6. Faculty of Biology, Medicine and Health update

Received: a report updating the Board on developments in the Faculty of Biology, Medicine and Health.

7. Planning Conference materials including detailed supporting plans for Our Future

Received: materials that would have been presented at the Planning Conference scheduled for 18 March 2020 and cancelled because of the Covid-19 outbreak.

Noted:

(1) The presentations had been prepared before the extent of likely disruption caused by Covid-19 became apparent.

(2) Financial scenario planning had taken place and was reflected in the conference materials. Members commented on the need for focus and prioritisation and that the implications and likely aftermath of Covid-19 made this even more acute (for example in terms of both prioritising future capital expenditure and ensuring sufficient operational expenditure to realise strategic ambitions). There was a need to ensure alignment between the extent of the University's strategic ambition and its financial capacity.

Whilst Our Future provided clear strategic direction, resource allocation to enable this would be key (and success measures related to the strategy had still to be developed).

(3) Current financial scenario planning included expansion of international student numbers (which would need to be revisited in the context of Covid-19) and transformation of Professional Services (the pace of this change was likely to be affected by Covid-19). Changes in delivery and ways of working accelerated in the light of Covid-19 were likely to require further investment in digital transformation and further emphasis on cultural and behavioural change.

(4) Reiteration of comments made at the Accountability Review session regarding the importance of language in relation to attainment gaps and whether this should be more accurately described as “awarding gaps”.

8. Board Committees and academic staff engagement

Received: a report setting out potential future developments in relation to Board committee membership, following dialogue between the Chair of the Board and one of the Senate members, Professor Steve Jones.

Noted: the proposals in the report were welcomed and indicative of a more inclusive approach to governance, which reflected the potential contribution of both academic and professional services staff.

Resolved:

- i) An academic staff member be added to the current Finance Committee membership, with Nominations Committee determining who should be appointed.
- ii) One staff and one student member of the Board be added as members of Remuneration Committee for business relating to the salary review for the President and Vice-Chancellor (noting that this would require amendment to the relevant Ordinance).
- iii) A skills matrix of all Board members continue to be maintained, with Nominations Committee ensuring that the potential contribution of all categories of members was considered to ensure that the most appropriate members (based on skills and experience) were appointed, regardless of category.
- iv) As part of iii) above, Nominations Committee and relevant committee chairs to consider internal academic expertise and experience where appropriate (either as co-opted committee members or as advisors to bodies where expertise and experience is germane).
- v) The annual summary of committee membership to be expanded to explain the role and constitution of each committee, and this to be included in induction for new Board members.

Action: Deputy Secretary

9. Chair’s Report

(i) Manchester Engineering Campus Development (MECD) project review.

Reported:

(1) At its previous meeting, the Board had received correspondence relating to the Manchester Engineering Campus Development (MECD) project, specifically, a letter from 200 academic staff requesting the following in relation to the MECD project:

- a review of all research laboratory space allocation, with clear communication to all staff regarding the expected location of space for their research activities;
- a review and a reversal of the decision to allocate all academics to shared offices
- a review of the occupancy plan for MECD, and delivery of solutions that provide increase of the available space.

(2) At its previous meeting, the Board had confirmed that space allocation was a management issue, rather than a matter for the Board, and the executive had responded separately. The Board was also advised that the Chair had asked Uniac to perform an independent review of the other issues raised, ie.

research laboratories and total space budget.

Received: the Uniac review referred to above and a management response

Noted:

(1) Uniac had concluded that there were no systemic flaws in the methodology and processes deployed on the project. Uniac also concluded that the overall space objectives will be achieved but certain compromises had to be made driven by cost and time pressures. Given the scale of the project (and the alternatives reached or being considered outlined in the report), Uniac did not feel that these detracted from the achievement of the original objectives.

(2) Uniac had concluded further that:

- Engagement and consultation had followed industry best practice and had been extensive throughout the project to date – covering research laboratory space, related equipment and storage.
- Roles and responsibilities from a Faculty / School perspective had been clear and the surrounding governance had been fit for purpose.
- Approaches to the disposal of equipment were on-going and no evidence had been found to suggest it was wasteful.
- MECD will fulfil its original brief – and there was an on-going process in place to address outstanding space / equipment issues as the construction phase ended and the hand over and in use stages commence.

(3) The review highlighted issues and potential enhancements which might have served to reduce some of the concerns raised and negative feelings about the project and these were outlined in the report. The Management Response accepted the conclusions of the Uniac review and included a number of specific observations.

(4) It would be helpful for Finance Committee to receive, at a future meeting, details of equipment disposed of as a result of the MECD project.

Action: Deputy Secretary

Resolved: to accept the conclusions of the Uniac report and welcome the constructive observations of management, and to apprise the letter authors of the decision and contents of the Uniac report and management response.

Action: Deputy Secretary

(ii) President and Vice-Chancellor Performance and Development Review

Before consideration of this item the President and Vice-Chancellor left the meeting along with all officers in attendance except the RSCOO and the Deputy Secretary.

Received: a report summarising feedback from Board members as part of the Performance and Development Review process for the President and Vice-Chancellor.

Reported: the collective view of the Board was that the performance of the President and Vice-Chancellor against objectives continued to be exceptionally strong. The President and Vice-Chancellor's external reputation was outstanding and her advice and opinion was sought at ministerial level; she had continued to demonstrate outstanding leadership in a challenging environment and enjoyed an open and appropriately challenging relationship with the Board.

Noted:

(1) The continued importance of succession planning and supporting and empowering other SLT members. Objectives for the coming year included de-risking succession, empowering SLT and continuing efforts to delegate more.

(2) Given the demands on the SLT in a challenging environment, the President and Vice-Chancellor and SLT be encouraged to consider the potential for external support.

(3) Objectives had been drafted before Covid-19 and would need to be reframed in light of this development.

Action: Chair of Board

(iii) President and Vice-Chancellor; extension of appointment

Resolved:

(1) Following discussion and by unanimous decision, that the President and Vice-Chancellor be offered a further two year extension of her appointment as President and Vice-Chancellor, i.e from 1 July 2022 to 30 June 2024.

(2) That Senate be offered an opportunity to comment on the resolution to extend the appointment at its next meeting.

Action: RSCOO and Deputy Secretary

10. Forward Agenda and Programme of Work

Received: the updated Board forward agenda.

Close.