

The University of Manchester

BOARD OF GOVERNORS

Wednesday, 10 October 2012

Present:

Mr Anil Ruia (in the Chair),

President and Vice-Chancellor, Mr Michael Crick, Mr Stephen Dauncey, Professor Colette Fagan, Mr Mark Glass, Dr Reinmar Hager, Dame Sue Ion, Mr Paul Lee, Mrs Christine Lee-Jones, Dr Keith Lloyd, Mr Nick Pringle, Mr Neville Richardson, Dr Brenda Smith, Mr Andrew Spinoza, Professor Chris Taylor, Dr Andrew Walsh, Dr John Stageman, Professor Pamela Vallely, Mr Gerry Yeung (20)

In attendance: The Registrar, Secretary and Chief Operating Officer, the Deputy Secretary, the Director of Finance, the General Counsel, Vice President (Teaching and Learning), Vice President and Dean of the Faculty of Humanities, Vice President and Dean of the Faculty of Engineering and Physical Sciences, Vice President and Dean of the Faculty of Life Sciences, Vice President and Dean of the Faculty of Medical and Human Sciences, and for relevant parts of the meeting, the Head of Compliance and Risk and the Director of Estates and Facilities.

1. Declarations of Interest

Noted: That the declaration of interest made by the Chair, Mr Anil Ruia, in relation to his role on the HEFCE Board and previously declared in the session, remained relevant to some items on the agenda. Mr Stephen Dauncey, made reference to his role as Finance Director at the Highways Agency, in relation to the specific Board agenda item on the Estates Masterplan.

2. The role of the Board of Governors

Received

- (1) A copy of Statute VI of the statutes of The University of Manchester
- (2) The confirmed membership of the Board of Governors from 1 September 2012
- (3) A copy of the Board's Annual Programme of Work

Reported: That the Chair provided an overview of the role and work plan of the governing body for the academic year. The Board's new members had recently attended a comprehensive induction event covering the University broader governance structure, Finance, HR, the Planning and Accountability Cycle. All members were encouraged to contribute to meetings and to ask any questions or seek any clarification they required at any point in proceedings.

Noted: That a member of the Board of the Governors in Category 3, members of the Senate, elected in June 2012 had been unable to take up their place on the Board as they no longer held Senate membership. Therefore an election would be required to fill the vacancy created. A report on the outcome of this process would be provided at the next meeting of the Board of Governors.

3. Minutes

Confirmed: The minutes of the meeting held on 11 July 2012.

4. Matters arising from the minutes

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

5. Summary of business by the Deputy Secretary

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

6. Chairman's report

(a) Committee changes

Received: A report on the changes in Committee membership agreed over summer 2012.

Reported:

- (1) That in respect of the Audit Committee, Mr Gerry Yeung joins the committee taking the place vacated by Mr Peter Readle, and Dr Andrew Walsh is invited to attend meetings.
- (2) That in respect of the Staffing Committee, Mr Robert Hough, in his role as Deputy Chair of the Board of Governors, takes up the Chair. Cllr Afzal Khan joins the committee taking the place vacated by Mr Peter Readle, and Professor Pamela Vallely joins, taking the place vacated by Dr Stuart Allan.
- (3) That in respect of the Finance Committee Mr Neville Richardson joins the committee taking the place vacated by Mr Robert Hough. Professor Colette Fagan joins the committee in the representative role vacated by Professor Nancy Papalopulu. In addition, Neville Richardson will take up the chairmanship of the committee in January 2013 and as a consequence the chairmanship of the Subsidiary Undertakings Subcommittee, on the completion of this year's sign-off of the financial statements.
- (4) That in respect of the Nominations Committee, Mr Andrew Spinoza joins the committee taking the place vacated by Mrs Gillian Easson, who as Pro-Chancellor becomes the Chair of the Nominations Committee. Professor Chris Taylor also joins the committee taking the place vacated by Dr Stuart Allan.
- (5) That in respect of the Awards and Honours Group, Mrs Christine Lee-Jones joins the committee to take the place vacated by Mrs Gillian Easson,
- (6) That the membership of the Remuneration Committee, the Press Board, and the UMI3 Board remain unchanged.

(b) Other matters

Reported:

- (1) That the Chair of the Board of Governors thanked the Faculty of Medical and Human Sciences for the well-attended "showcase" event they had organised, prior to the meeting.
- (2) That the Chair highlighted the opening of the Learning Commons, and the excellent feedback that had been received from students. At a future date, and ahead of the official opening event a tour of the facility would be provided for members of the Board of Governors.

7. Secretary's report

Received: A short report from the Deputy Secretary on the ongoing implementation of the review of Board Effectiveness.

Reported: That the Review of the Board's Effectiveness had been considered in outline in February 2012, and in detail at the Planning and Accountability Conference and at the May meeting of the Board of Governors. Since that time, efforts had been made to provide further opportunities for the Board to engage strategically and invitations had been extended to the Vice-Presidents and Deans to attend Board meetings, and this would continue. Further, operational changes would be introduced throughout the year and the Board would revisit the implementation schedule previously agreed, at a future date within the academic year.

8. President and Vice-Chancellor's report

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

Received: A Report from the President and Vice-Chancellor, including appendices on the University's recent NSS performance from the Vice-President for Teaching and Learning, Professor Clive Agnew, and on the University's League Table performance from the Head of the Planning Support Office.

Reported:

- (1) That following the interim briefing to the Board (including at the recent Finance Committee) on the overall strategic intent and master planning options, detailed recommendations concerning the Estates Masterplan, including its financial consequences were presented for the Board's approval at Agendum 9.
- (2) That as previously indicated, as part of the thinking about the future success of the University, a review of the performance and sustainability of the School of Education was commissioned last session, setting this within the wider context of the University's strategic ambitions, which was chaired by Professor Martin Humphries. In the light of the analysis presented in that report consideration has been given to the findings and how best to respond to them. The Vice-President and Dean of the Faculty of Humanities had made a number of recommendations which were supported by the Senior Leadership Team. The paper on the future of Education, presented at Agendum 10, sets out proposals intended to enable the transformation of the quality profile of the relevant discipline areas within the University in line with the 2020 vision. Following a process of consultation with staff and students, PRC at its meeting on 2nd October and Senate at its meeting on 3rd October 2012, considered the recommendations set out in the paper and these are being referred to the Board for approval.
- (3) That given the combined uncertainties arising from changes to Student Number Controls (SNCs) and freedom to recruit unlimited numbers achieving a minimum of AAB grades, and from changes to the financing of home undergraduates (UGs), the President and Vice-Chancellor described this year's recruitment profile as complex. Added to this, the University had entered the Confirmation and Clearing period knowing that fewer students had chosen to defer their entry from September 2011 (c. 400). Consequently, considerable attention has focused on the recruitment for the 2012 intake, particularly for Home/EU Undergraduate (UG) students. The University's Intake Management Group (IMG) had met frequently throughout the admissions cycle to monitor student enrolments for 2012 entry against approved targets. The work of this Group has focused on the maximising the quality of the student intake and the associated fee income, and the student experience. For the sector the recruitment of Home/EU undergraduate students had been even more challenging than had been anticipated. Initial UCAS data indicate that this year there were c14,000 less students with AAB equivalent or above than expected. More generally,

figures from UCAS have shown the number of UK and EU domiciled students accepting places at English institutions to be down 14% on the same point of the previous year; this equated to over 50,000 fewer students seeking entry in terms of actual numbers. In common with Russell Group universities, the University was likely to have a shortfall against its Home/EU UG intake target. While the University would need to analyse the reasons for this, the fact that universities have made planning assumptions based on historical patterns of grades which this year have not matched predictions is likely to have played a major role. However, the University was looking closely at how this shortfall is distributed across programmes. This would be considered as part of the review of the programme portfolio which is currently underway. There are a number of consequences of this reduction in numbers, notably it has resulted in a number of vacancies in University managed halls of residences. An analysis of the cause(s) for this is currently underway and mitigating actions are being taken where possible. The final registration numbers would not be known until after 1st December, the official HESES snapshot date.

Looking to next year's admission round, the "normal" number of deferred entries has returned for next year suggesting the decline for the 2012 intake would not be matched. However, next year the student number controls would change again with the 'deregulation' increasing further from the expected 85,000 in the AAB category to 120,000 in the ABB+ category, and the consequent recalculation of the SNCs. This has implications, given this year's experience, as it is difficult to assess how much confidence can be put in the stability of the figures used for planning purposes. The University would therefore need to remain close to the market as its plans student numbers for the next round. To this end the University will be analysing the distribution of student numbers and the outcomes of the programme portfolio review to consider student demand and how the University should respond as it changes.

- (4) That Board members had previously been advised that a formal assessment of progress against the new Strategic Plan and in particular progress against the 13 high-level KPIs would be provided by means of a regular report through the PRC. At the University level the overall result for student satisfaction in the 2012 National Student Survey (NSS) for this University had showed an improvement of 4% points from 79% to 83%. This confirmed that the University was now heading in the right direction and the hard work of colleagues over the last year has been rewarded by an overall improvement in student satisfaction. There were some spectacular improvements and the President and Vice-Chancellor offered congratulations to all those involved. As the average for English Universities only increased by 1% to 84% the University had closed the gap but was still below the average. The NSS score would be a major component of the Key Information Set (KIS) data that will be made available for all HE courses from this year and the results will be reflected in the league tables produced by most of the National newspapers. These in turn would have a major impact on the University's reputation more widely and would play a key role in the choices those students from the UK and overseas make about where to study.
- (5) That the "Academic Ranking of World Universities" carried out annually by the Institute of Higher Education in China's Shanghai Jiao Tong University is generally regarded by research-led universities around the world as the most reliable of international rankings and has been the only objective ranking to date. Given the importance this Index as a barometer of the University's progress the President and Vice-Chancellor was disappointed to report that in the 2012 Rankings the University had dropped by 2 places to 40th. This fall occurred because of a reclassification of French national research agency researchers into the University of Paris Sud, France's leading University, which had been below the University in the table. The other place was accounted for by the University of Maryland which last year the University shared 38th position with and has now edged ahead.

- (6) That in managing the finances of the University in 2011-12 the over-riding imperative had been to consolidate the financial position of the University by generating a surplus - both pre-and post-exceptionals. Since embarking on the University's deficit-elimination strategies early in 2007, this had been a priority. The President and Vice-Chancellor was therefore delighted to report that the 2011-12 financial result (pre-audit) not only met that important priority, but indicated that the University's underlying surplus (excluding ERVS charge) was c. 6.5% which was similar to last year.
- (7) That the University was committed to developing sound, strategically-informed five-year forecasts predicated on the need to generate re-investable surpluses into the foreseeable future on a scale commensurate with the strategic objectives of the University. At one level, the purpose of this exercise is to satisfy compliance obligations to HEFCE, which required institutions to submit rolling Five-Year Forecasts each year. The submission of Five Year Plans has recently been put back to July and so the University was assessing what needed to be done to alter its preparation and approval processes to comply with the new timetable. In compliance with this obligation, the University's 2012/13 forecasts (covering the period 2012-17) would be finalised for submission to Finance Committee at the June Meeting and for approval by the Board at its meeting in July 2013.
- (8) That Dr David Barker, Head of Compliance and Risk presented a short report to the Board on Compliance and Risk matters. This included reference to the report entitled *Possible health risks due to ionising radiation in the Rutherford Building (formerly Coupland Building 1) at The University of Manchester* and the ongoing inquests of two former members of staff. Accidents statistics for the second quarter of 2012 were also presented.

Resolved:

- (1) The Board recorded its gratitude to all the staff involved in recruitment and admissions of students, centrally and in Faculties and Schools, for the contributions they have made to realising the 2012 student intake, especially given all the complexities and uncertainties associated with this year's admissions cycle.
- (2) The Board also recorded its gratitude to the Director of Finance and his team, to the five primary budget holders (the Vice-President/Deans and the Registrar, Secretary and COO), and to senior academic and professional support managers across the University, for the contributions they continue to make to the sound financial management of the institution.
- (3) The Board of Governors endorsed the approach to the development of the Five-Year Forecasts to HEFCE.

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

Reported:

(1) Extensions of terms of office (Head of School)

Acting on behalf of Senate and the Board of Governors, the President and Vice-Chancellor approved the extension of terms of office for the following Heads of School:

Faculty of Medical and Human Sciences

Professor Karen Luker as Head of the School of Nursing, Midwifery and Social Care from 1 September 2012 to 31 July 2015.

(2) Appointment of Head of School

Acting on behalf of Senate and the Board of Governors, the President and Vice-Chancellor has appointed the following as Head of School:

Faculty of Humanities

Professor Olwen McNamara as Head of the School of Education, for the period 1 August 2012 to 31 July 2013.

(3) Appointment of Associate Deans

Acting on behalf of Senate and the Board of Governors, the President and Vice-Chancellor approved the following appointments:

Faculty of Humanities

Professor Maja Zehfuss as Associate Dean for Postgraduate Research, from 1 September 2012 to 31 August 2015.

(4) Extension of Appointment of Associate Deans

Acting on behalf of Senate and the Board of Governors, the President and Vice-Chancellor approved the extension of the following appointments:

Faculty of Medical and Human Sciences

Professor Nick Grey, Associate Dean for Teaching and Learning from 1 November 2012 to 31 October 2015.

(5) Outside Representatives

Acting on behalf of the Board of Governors, the President and Vice-Chancellor approved the following outside representatives:

Mr David Swain as a Governor nominated by the University on the Governing Body of Buxton Community School, for a further period of four years from 30 August 2012.

(6) Composition of Appeal Panels

Acting on behalf of Senate and the Board of Governors, the President and Vice-Chancellor approved the composition of the following panels:

Appeal against dismissal by reason of redundancy:

Panel members were:

Dr Philip Keeley, Director of Undergraduate Education, School of Nursing, Midwifery and Social Work, Faculty of Medical and Human Sciences

Mr Pete Gibbs, Head of Employee Relations, Manchester Metropolitan University

Chaired by Mr Gerry Yeung

Appeal against dismissal by reason of redundancy:

The Panel members were:

Prof Philip Keeley, School of Nursing, Midwifery & Social Work

Dr Kate Rowlands, Lecturer in HRM at Salford University

Dr Pamela Thompson, UCU

Chaired by Mr Gerry Yeung

Investigation and Disciplinary Hearing:

Panel members were:

Ms Kay Day, Head of Faculty Administration, Faculty of MHS

Mr Simon Merrywest, Head of Faculty Administration, Faculty of Life Sciences

Chaired by Dr Brenda Smith

Disciplinary panel:

Panel members were:

Mr Mike Shore-Nye, Director of Change Management and Process Improvement

Mr Simon Merrywest, Head of Faculty of Administration, Faculty of Life Sciences

Dr Adam Ozanne, UMUCU

Chaired by Mr Peter Readle

(7) Medal of Honour

Acting on behalf of the Board of Governors, and on the recommendation of the University's Awards and Honours Group, the President and Vice-Chancellor approved the following award:

Medal of Honour to Sir John Kerr, GCB, DL

Awarded at a ceremony held on 20 June 2012

(8) Seal Orders

Pursuant to General Regulation VII.4, the Common Seal of the University has been affixed to instruments recorded in entries no 1172-1200 in Seal Register 3.

9. Estates Masterplan

Received:

- (1) A comprehensive presentation from the Director of Estates and Facilities on the proposals for the Estates Masterplan.
- (2) The Board was asked to approve the final Estates Masterplan and, on reference from the Finance Committee and PRC, the financial planning proposals endorsed by the Finance Committee

Reported:

- (1) That a "wish list" of projects required/desired over the next ten years to 2022 had been compiled from submissions from all areas of the University. The initial list had been reduced from £1.6bn to £1bn. However, as the revised total was not affordable over the first six years it had been further amended to focus on key projects.
- (2) That the Estates Master Plan, would create a single campus and would involve the construction of new teaching and research buildings, student facilities and major improvements to the public realm. The first phase of the plan, costing around £700 million, would be delivered over the next six years. It included the building of a new engineering campus, new centres for the School of Law and Manchester Business School, a major refurbishment of the University Library, increasing the size of the Students' Union and providing a new Medical School in Dover Street. There would also be investment in a Combined Heat and Power Facility, as well as a new car park and the refurbishment of the telescope at Jodrell Bank.
- (3) That the University had also earmarked several million pounds to improve the University's public realm and landscaping in order to capitalise on the future improvements to Oxford Road. The plan would include major IT upgrades, a new teaching block, refurbishments of several teaching rooms and extension to the Students' Union Building. Outline plans had been developed for a second phase which was

expected to cost a further £300 million and would begin in 2018 and end in 2022. This second phase would create a Biomedical Campus around the existing Stopford Building, a new health centre for staff and students, and includes refurbishments in the Schools of Computer Science, Earth, Atmospheric and Environmental Sciences, Mathematics and Chemistry.

- (4) That funding for the first six years (2012/13 to 2017/18) had been considered. This was when the North Campus relocation project would be concluded.
- (5) That the University's own cash generation was based on Five Year Plan figures for the early years followed by a modest 3% per annum growth in income. Surplus levels were predicted to remain at 6% from 2014/15, rising to 7% by 2020. Free cash balances were maintained throughout the period. Other financial assumptions in the plan were:
 - Increase in long term maintenance spend to £25m per annum
 - Pension deficit reduction payments remained at £4.5m per annum
 - Modest donation increase of £2m per annum
 - Release of endowment income £5m per annum
 - No HEFCE capital funding of any kind
 - No disposal proceeds
 - Capital cost inflation assumed zero for 2012/13, 1% for 2013/14 and 2.5% per annum thereafter
 - No borrowing from own endowments
 - Utilisation of cash held on deposit for more than one year
 - Raising £200m by means of external borrowing
 - No other large third party funding (apart from those noted below)
 - No capital investment in residences
 - CHP project will be third party funded
 - National Graphene Institute fully funded by EPSRC/ERDF
 - No VAT refunds
 - No cashflow benefits
 - Car park project will be third party funded

Noted:

- (1) That a number of potential key risks had been identified within the Masterplan including: the failure to achieve the level of home UG, home PGT or overseas student numbers predicted, the failure to achieve a 6% surplus level post 2015, restrictions upon the University's ability to raise external borrowing, the failure to generate accommodation income, unanticipated increases in required pension deficit payments, and a failure to maintain control over salary cost inflation.
- (2) That the Board noted that if the proposed project to relocate North Campus into new, fit for purpose buildings in the Oxford Road area did not take place, it was estimated that an additional £25m long term maintenance spend per annum and a minimum of £100m for refurbishment would be required to raise the building condition at the North Campus from their present state (mainly RIBA condition C and some condition D) to mainly RIBA condition B. New buildings would be required to provide accommodation at RIBA condition A.
- (3) That it was noted that the overall Masterplan provided break points between projects and the opportunity for reassessment before further commitments were entered into. Each project would be supported by a full business case and be subject to approval via established processes. This "staged" approach to the project was supported by members as this provided greater flexibility for the University and the opportunity to closely monitor the risks associated with the Masterplan.
- (4) That it was noted that the proposed level of spend over the period was broadly in line with the University historical levels of spending on capital projects.

- (5) That on the Board's approval, a major EU procurement process would commence and the resource requirements of the Directorate of Estates would also be reviewed to ensure adequate levels of project management and administrative support were in place to oversee delivery of the project. A communications plan would also be launched so that all key stakeholders were informed of the proposals and the development of the campus.

Resolved: That the Board of Governors approve the Masterplan, endorsing the recommendation of PRC and the Finance Committee. In doing so, the Board noted that the Finance Committee would oversee the project's development and the delivery of any external borrowing required to fund the plan. Regular reports on the project would be provided to the Board.

10. Future of Education

Received: The Board of Governors, on recommendation from Senate and PRC, was invited to approve the establishment of the new 'Manchester Institute of Education' to form part of the School of Environment and Development and any changes required as a result to Regulation X (The Schools). A paper prepared by the Faculty, was provided, together with a paper prepared by the Board of the School of Education. The Vice-President and Dean of Humanities presented the proposal and associated papers.

Reported: The aim of the proposals presented in the report were to enhance and support the performance of Education at The University of Manchester by realising the opportunities to support existing areas of strength, chiefly some areas of research and PGCE, and responding to significant challenges by addressing weaknesses, principally UG and parts of PGT. It was intended that this would ensure that all activities in Education were of the highest quality, consistent with the expectations of the Faculty and University. It was proposed that the future of Education at The University of Manchester was best secured by the creation of the "*Manchester Institute of Education*" (working title, to be confirmed) thus preserving a distinct identity for the discipline areas, and moving this into the School of Environment and Development (to be renamed the School of Environment, Education and Development) as this School offered the right balance of disciplinary synergies and scale.

Noted:

- (1) That the strategy had been informed by the Review of the School of Education undertaken by Professor Martin Humphries. The strength of current activity was within its research activity, and this was supported by good teacher training and doctoral research. The School, however, was operating at below average levels within the Faculty in respect of the Research Profiling Exercise and, in its current form, there were concerns about its financial sustainability. The activity was aligned well with the strategic vision of the University and the proposals were seeking to protect it. It was believed that the School of Environment and Development provided a similar, smaller, structure within which to integrate the activity and sustain it, while maintaining its identity as a discipline.
- (2) That in considering the proposal, the Vice-President and Dean and the President and Vice-Chancellor provided assurances in relation to the concerns expressed by some members about the diversity provided by the Schools portfolio and the important work done within the School notably within Learning and Disability Studies. The Faculty and School had announced the closure of one programme, Applied Community and Youth Work, due to low recruitment and unless recruitment improved further areas of UG and PGT provision might require further review. However, it was argued that the new structure would provide the opportunity to refocus activity, and bolster the portfolio where appropriate, and it was believed that the re-structuring proposed would allow this.
- (3) That the new School would be launched formally on 1st September 2013 with an interim management structure developed and much of the integration taking place over the course of 2012/13.

Resolved:

- (1) To create a '*Manchester Institute of Education*' (working title, to be agreed), to form part of the School of Environment and Development (to be renamed the School of Environment, Education and Development). The revised regulation, Regulation providing the list of Schools from 1 September 2013, is provided at Appendix 1.
- (2) That the University ERVS scheme be re-opened to facilitate this process and the transition to the new arrangements.

11. Safety, Healthy and Environment Committee

Received: A report on the matters considered at the meeting of Safety, Health and Environment Committee on 5th September 2012.

12. Report from Senate

Received: An oral report on the business considered by Senate at the meeting held on 3 October 2012.

Reported: That the main items of business at the Senate meeting held on 3 October, were the presentation of the Estates Masterplan, and the proposals concerning the School of Education (qv agenda items 9 and 10).

13. Board committee reports

(a) Audit Committee, 1 October 2012

Received: An executive summary and minutes from the meeting of the Audit Committee held on 1 October 2012.

Reported:

- (1) That the Committee received an update on the fees position and on the threshold level the University had reached in terms of US income and which required the production of US GAAP accounts. In addition, the Committee received a written report on the data protection compliance work underway within the University.
- (2) That Uniac had conducted three audits in the period, a Review of the Management of Research Grants and Contracts (pre and post award), the Accommodation Code of Practice follow-up review, and four post-audit reviews. In addition, Uniac had completed a Review of the STFC Tech Roller Grant for the Faculty of EPS.
- (3) That Uniac had changed their approach in respect of the development of the programme of work in 2012/13. The approach sought to blend management priorities, audits informed by the key risks facing the University (and derived from the risk register), and the regular examination of the audit landscape which informs annual opinion and supports external audit work
- (4) That the University had been targeted by a fraud that seeks to divert payments made to its suppliers. An insurance claim was being prepared for the net loss, although this would be subject to an excess of £50K. Both incidents were reported to police. HEFCE were also alerted as the funds were above the £25k threshold for report and HEFCE advised that a number of universities had been targeted in a similar way.
- (5) That the interim field work in preparation for the end of year audit had been undertaken by the external auditors. A report on the IT work within this would

be presented to the next meeting of the Audit Committee. The interim work had not identified any major areas of concern, such that the external auditors reported that they anticipated a satisfactory year-end audit. The IT audit was expected to raise a number of observations, but they were not likely to be rated as significant.

- (6) That Dr David Barker presented a report on the preparation of the University's risk registers, for approval by the Committee before presentation to the Board of Governors (University level only). The Risk Management Policy, previously approved by Planning and Resources Committee was also provided for approval by the Committee. The documentation was considered and discussed by the Committee, and the versions provided to the Board include their revisions and suggestions.

Resolved: The Board approved the risk register and risk map, and the policy on risk management.

(b) Finance Committee, 2 October 2012

Received: An executive summary and minutes from the meeting of the Finance Committee held on 2 October 2012.

Reported:

- (1) That the Finance Committee resolved to approve the disestablishment of Investment Committee as it was agreed the Committee was no longer required to provide oversight of the University's investment portfolio. In future, these matters would be under the direct oversight of the Finance Committee and therefore a small change to the terms of reference was required. It was also agreed that the Chairs of the Finance and Audit Committees would meet with the Deputy Secretary to ensure the terms of reference for both committees provided sufficient clarity on the respective responsibilities of each. In welcoming two new members, Mr Neville Richardson and Mr Nick Pringle, the Chair paid particular thanks to Mr Robert Hough for his valued contribution to the work of the Finance and Investment Committees.
- (2) That Finance Committee received an update 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.
- (3) That Finance Committee noted the management accounts for July 2012 at the meeting.
- (4) That members of the Board of Governors had joined Finance Committee for consideration of the Masterplan document and the presentation from the Director of Estates and Facilities.
- (5) That the Finance Committee considered the Report from the Director of Finance to the Board. The full year management accounts for the year ended 31 July 2012 showed a surplus of £48.6m or 6% of income. This was in line with the latest projections and, whilst slightly down on the previous year, was a satisfactory outcome. Removing the effect of FRS17 on pensions credited the underlying surplus after ERVS costs had risen from £40m in the previous year to £43.3m this year. Research income had shown a decline for the first time, reducing from £196m in the previous year to £188m, which reflected a reduction in applications and awards compared to past performance. In the current year, the level of application and awards was up, suggesting that this decline would be addressed in the future. Overall income was 0.2% with research and HEFCE income declines offset by increase in tuition fee income. Pay costs, excluding ERVS, rose slightly from 50.5 % of income to 51% of income but remained well below the sector average for 2010-11 of 53.4%. Closing cash

was £194.1m, of which £115.7m was “free funds” and cash generation in the period was strong with £56.5 inflow from operating activities. Investments had been volatile within the year, and were down £4.1m at £155.3m The preparation of statutory accounts and the final year audit was progressing well at the time of report.

Resolved: To recommend that the Estates Masterplan be approved by the Board of Governors.

(c) Staffing Committee, 26 September 2012

Received: An executive summary and minutes from the meeting of the Staffing Committee held on 26 September 2012.

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

- (1) 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 through 1 June 2013 to 31 August 2013;
- (2) The University continues to ensure that all suitable and appropriate alternative strategies for resolution.
- (3) The revised terms of reference formalising substitutions and changing meeting frequency be approved (provided as Appendix 2)

14. PRC

Received: A report on the matters considered at the meeting held on 10 July 2012 and the three Information Governance policies recommended by the meeting held on 2 October 2012.

Reported:

- (1) That at its meeting on 10 July 2012, the Committee considered the draft management accounts for the period ended 31 May 2012. The Committee received reports on how the HEFCE monies for widening access and disability, teaching excellence and student support, and the Higher Education Innovation Fund (HEIF) would be allocated in 2012-13. The Committee also received the Minutes of the Finance Sub-Committee meeting held on 26 June 2012.
- (2) That the Committee considered and approved a paper which recommended a way forward for Study Year Abroad and the Access Agreement from 2012 (i.e. 2012-13 entrants when they first undertake year abroad options from 2014-15).
- (3) That the Committee approved the University Heritage Action Plan for 2012-13 and 2013-14.
- (4) That the Committee received a second update report on the progress of the Division of Development and Alumni Relations against Business Plan targets as at June 2012. The Committee agreed that there should be a more fundamental review in 2012-13 to plan towards 2020.
- (5) That the Committee received a report on the thirteen high level key performance indicators, showing the details of the portfolios of measures and the targets set to date. It also considered a report on the most recently published newspaper League Tables, noting that the University continued to perform poorly, particularly in comparison with its peers. As in previous years, the University’s poor performance in the NSS undermined its overall performance and downward trends in both positive graduate destinations and entry standards (relative to the sector) were also impacting on performance. The Committee also received an update on applications for entry in 2012.

- (6) That the Committee received an update on national pay negotiations. It also received an oral report of the HR Sub-Committee meeting held on 26 June 2012, noting that the staff attitude survey would be undertaken by an external provider, the preparatory programme for developing Heads of School was progressing, and that a targeted plan to develop accreditation to Athena Swan was being produced.
- (7) That the Committee received the Minutes of the Capital Planning Sub-Committee meeting held on 29 May and 12 June 2012. It noted that work was ongoing in relation to the Estates Masterplan and an initial presentation would be made to the Board on 11 July 2012. It also noted that the University had submitted three bids to the UK Research Partnership Investment Fund, the outcome of which would be known in October.
- (8) That the Committee received the Minutes of the Risk and Emergency Management Group meeting held on 13 June 2012, and a copy of the University Risk Register and Risk Map.
- (9) That at the meeting held on 2 October 2012, the Committee approved the following documents:
 - (i) Draft Statement on Corporate Governance
 - (ii) Draft Statement of Public Benefit
 - (iii) Records Management Policy
 - (iv) Data Protection Policy
 - (v) Freedom of Information Policy

Resolved: That the Board of Governors approves the revised Records Management, Data Protection, and Freedom of Information Policies (provided as Appendix 3).

Close.

Taken as read and signed as a correct record

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29 November 2012

Regulation X

The Schools of the University (from 1 September 2013)

Pursuant to the provisions of Ordinance XII.1, the Schools of the University shall be:

Faculty of Engineering and Physical Sciences

School of Chemical Engineering and Analytical Science
School of Chemistry
School of Computer Science
School of Earth, Atmospheric and Environmental Sciences
School of Electrical and Electronic Engineering
School of Materials
School of Mathematics
School of Mechanical, Aerospace and Civil Engineering
School of Physics and Astronomy

Faculty of Humanities

School of Arts, Languages and Cultures
School of Environment, Education and Development
School of Languages, Linguistics and Cultures
School of Law
Manchester Business School
School of Social Sciences

Faculty of Life Sciences

School of Life Sciences

Faculty of Medical and Human Sciences

School of Dentistry
School of Medicine
School of Nursing, Midwifery and Social Work
School of Pharmacy and Pharmaceutical Sciences
School of Psychological Sciences

The University of Manchester
Staffing Committee of the Board of Governors
Terms of reference and modus operandi

1. Introduction

The Staffing Committee is established by the Board under Ordinance XXIII to give full and proper consideration to any proposals duly notified to it by or on behalf of the President and Vice Chancellor to dismiss members of staff by reason of redundancy pursuant to Statute XIII Part II.

These are the terms of reference and modus operandi of the Staffing Committee. They have been approved by the Board and have been consulted upon with UCU, Unison and Unite, being the recognised campus trade unions.

2. Membership

The Staffing Committee must be made up of three lay members of the Board and two members of the Board from Categories 3 or 4 of the membership, selected according to the circumstances of the particular case or cases under consideration from a panel of at least five such members.

All members of the Board from Categories 3 and 4 will be deemed to be the panel from which the non-lay members of the Staffing Committee can be selected. Two members from Categories 3 and 4 will normally be appointed annually to the Staffing Committee. These members will be supported by substitute members, drawn from the remaining membership of both categories. This is required to ensure that meetings can proceed in the event of the forced absence of an appointed member of Category 3 or 4. In selecting a substitute, the Committee will endeavour to ensure a balance of representation between Categories 3 and 4.

Three lay members of the Staffing Committee (the “Core lay members”) will normally be appointed annually. One of the Core lay members will be designated by the Board as Chair of the Staffing Committee. In exceptional circumstances and with prior agreement with the Chair a member of the Committee may join the meeting via a telephone link.

In addition three lay members of the Board will be appointed annually to act as a substitute member of the Staffing Committee. These lay members may attend Staffing Committee meetings where one of the Core members is unavailable to do so and act in all respects as a Core member for the purposes of that meeting and any associated actions.

The Deputy President and Deputy Vice-Chancellor is authorised to deputise for the presentation of the Report of the President and Vice-Chancellor at any meeting of the Staffing Committee.

3. Support

The Staffing Committee will be supported in an advisory capacity by a member of the Office of the General Counsel of the University. The University will also provide administrative support in the form of a secretary. Minutes will be produced of each meeting.

4. Frequency of meetings

The Staffing Committee will meet on three occasions each year. If deemed necessary, additional meetings will be organised.

The Staffing Committee will be convened routinely as set out above in order to consider the proposed termination of permanent contracts which had at the outset a known or foreseeably greater risk of possible redundancy due to the finite nature of the project or funding for the post.

5. Information provided in advance of the meetings

The proposal that there should be dismissals by reason of redundancy must be provided to the Staffing Committee in advance of a meeting to consider such proposal.

In addition, appropriate information shall be provided to enable the Committee to reach a reasoned assessment of the proposal and to consider alternative strategies for resolution of the circumstances leading to the proposal. This will include some or all of the following, depending on the circumstances:

- a. An identification and analysis of the alternatives to redundancy;

- b. The reasons for any discontinuation or reduction of activity or for the proposed redundancies;
- c. An outline of the relationship with the strategic plan of the relevant unit;
- d. An analysis of financial considerations;
- e. an analysis of the impact of the proposed redundancies on activities within the Unit and in other Units within the University
- f. A report of consultations with the School or Unit Board
- g. A review of the impact on the workloads of remaining staff.

6. Reaching a decision

The Staffing Committee will consider the information provided and decide whether to recommend the proposal to the Board. In preparing its advice to the Board, the Committee:

- a. may request such other information as it deems appropriate and necessary to reach a reasoned assessment of the proposal and of any alternative strategies for resolution of the circumstances leading to the proposal;
- b. shall take a pan-institutional view of the circumstances;
- c. shall consult with any persons or bodies within the University as are deemed relevant;
- d. shall ensure that all suitable and appropriate alternative strategies for resolution, including redeployment and restructuring, have been properly considered; and
- e. shall receive and respond to reports from the relevant trade unions (which may be encompassed in a report from the Joint University/ Trade Union Contracts Committee).

7. Review

A review of the terms of reference of the Staffing Committee will be undertaken by the Staffing Committee on an annual basis.

RECORDS MANAGEMENT POLICY

1 Introduction

This policy forms part of a suite of policies that support a quality assurance framework for managing information.

Records are an important asset to the University and they require appropriate management for effective and efficient administration, for the discharge of University responsibilities and business and for compliance with legislative requirements. Good management of records also helps staff in the performance of their duties by improving access to and organisation of relevant records, removing out of date or superseded records from University systems and reducing duplication of documents and data.

There are also several sets of legislation which impact on the way in which the University manages information. Non-compliance with this legislation carries financial and reputational penalties for the University.

2 Purpose

University records are defined as those documents or data sets which arise from or facilitate the business carried out by the University and which provide evidence of its transactions or activities.

This policy aims to ensure that the University creates, maintains, retains and properly disposes of those records which it requires for the conduct of its business and that they are managed in a manner commensurate with legal obligations and information requirements. The University acknowledges the legislative environment within which it operates, particularly in the context of this policy, those pieces of legislation, related codes of practice and standards listed in the control box below. These all have implications for the way in which public authorities are expected to keep records and apply records management standards.

This will be achieved through the implementation of controls and responsibilities including measures to ensure:

- legislative compliance - compliance with record keeping provisions in legislation such as the Freedom of Information Act 2000, the Data Protection Act 1998 and the Environmental Information Regulations 2004;
- lifecycle management – records must be kept for an appropriate length of time and in an appropriate manner. They must be disposed of at the end of their lifecycle in accordance with policies and best practice and in accordance with the University's records retention schedule;
- integrity – the accuracy and completeness of University records must be safeguarded and unauthorised amendment or destruction prevented;
- availability – University records must be available to authorised users in line with business and funding body requirements;
- confidentiality – University records should be protected from unauthorised access;
- efficiency – University records must be available to authorised users in a form that ensures efficiency and ease of use; and
- semi-current manual records (records which are not in regular use, but which have not yet reached their disposal date) will be managed, where appropriate, in the University Archive and Records Centre.

3 Scope

This policy applies to:

- all University records. Research records, whether internally or externally funded are included, as are records sent or received through the email system;
- all approved users of University records including all employees of the University;

- all contractors, suppliers, University partners and external researchers and visitors who may be given access to University records; and
- all locations from which University information is accessed including home and off-site/ remote use.

4 Responsibilities and Compliance Framework

The University has a corporate responsibility to maintain its records and records management systems in accordance with the regulatory environment. This responsibility therefore extends to all staff who work with University records.

Deans, Heads of School and Directors are responsible for ensuring that records management within their areas is carried out in line with this policy and established procedures. To assist with this, the University has identified Data Protection Guardians (DPGs) across all organisational units, areas and Schools. Data Protection Guardians are responsible for helping to ensure that records containing personal data are managed appropriately within their areas.

The Records Management Office is responsible for providing policies, procedures, guidance and advice in support of this policy, for training staff where necessary and for managing the University Records Centre.

5 Internal monitoring and auditing

The information records management system will be subject to internal monitoring and auditing throughout the University, and the outcomes from these processes will inform and improve practices as part of a commitment to continual improvement. The University will also undertake appropriate benchmarking and external auditing exercises.

Document control box	
Policy title:	Records Management Policy
Date approved:	
Approving body:	Board of Governors
Version:	1.0
Supersedes:	
Previous review dates:	Not applicable
Next review date:	
Related Statutes, Ordinances, General Regulations:	Data Protection Act 1998 Freedom of Information Act 2000 Environmental Information Regulations 2004 Human Rights Act 1998 Ordinance 14 Intellectual Property Rights, Data Protection and the Use of Information Systems University General Regulation XV Use of Information Systems Statute XIII Part III disciplinary procedures for staff
Equality relevance outcome:	Medium
Related policies:	Information Governance Policy Data protection Policy Freedom of Information Policy Openness Policy Research Records Data Management Policy Information Handling, Encryption and Mobile Computing Policy User management Policy Outsourcing and Third Party Access
Related procedures:	Data Protection Standard Operating Procedures Local records management procedures

<p>Related guidance and / or codes of practice:</p>	<p>BS ISO 15489:2001 standard for records management</p> <p>Lord Chancellor's Code of practice under sections 45 and 46 of the Freedom of Information Act 2000</p> <p>University Records Retention Schedule</p> <p>IT Security guidance</p>
<p>Related information:</p>	
<p>Policy owner:</p>	<p>Data Protection Officer (Martin Conway)</p>
<p>Lead contact:</p>	<p>University Records Manager (Alan Carter)</p>

DATA PROTECTION POLICY

1 Introduction

This policy forms part of a suite of policies that support a quality assurance framework for managing information.

There are several sets of legislation which impact on the way in which the University manages information. Non-compliance with this legislation carries financial and reputational penalties for the University.

The University needs to hold and to process large amounts of personal data about its students, employees, applicants, alumni, contractors and other individuals in order to carry out its business and organisational functions.

Personal data is data which relates to a living individual who can be identified from that data or from that data and other information which is in the possession of, or is likely to come into the possession of, the University. Some types of personal data can be more confidential than others, for example, details of a person's physical health or mental condition, and such data is known as sensitive personal data.

This data is all subject to the Data Protection Act 1998 (Act), and the University therefore must ensure that it complies with the provisions of the Act. The Information Commissioner's Office (ICO) is the regulatory body which enforces compliance with the Act. Its powers include the power to fine for breaches of the Act.

2 Purpose

Compliance with the Act will be achieved through the implementation of controls and responsibilities including measures to ensure that:

- personal data is processed fairly and lawfully. This includes the provision of appropriate information to individuals upon collection of their data by the University. The University must also comply with at least one of the conditions for processing set out in the Act whenever it collects or uses personal data. These criteria are:
 - consent of the data subject;
 - contractual necessity;
 - legal obligations of the University;
 - vital interests of the data subject (life or death situations);
 - functions of a public nature; and/or
 - legitimate interests of the University;
- personal data is processed only for the purposes for which it was collected;
- personal data is adequate, relevant and not excessive for the purposes for which it was collected;
- personal data is accurate and up to date;
- personal data is not kept for longer than necessary;
- personal data is processed in accordance with the rights of individuals under the Act. These rights are:
 - access to the information held about them by the University (through a subject access request);
 - prevention of processing likely to cause damage or distress;
 - prevention of processing for direct marketing;
 - prevention of automated decision making;
 - rectification, blocking, erasure and destruction of data;

- compensation for damage caused by illegal processing; and
- the right to request that the ICO carry out an assessment of personal data processing;
- personal data is kept securely and appropriately. This includes physical and organisational measures to ensure that personal data, both manual and electronic, is subject to an appropriate level of security when it is stored, used and communicated by the University. It also includes measures to ensure that data transfers to and shares with third parties have appropriate contractual provisions applied; and
- personal data is not transferred outside of the European Economic Area without adequate protection.

Measures will also be applied to ensure that sensitive personal data is handled appropriately by the University. Sensitive personal data is information relating to an individual's:

- racial or ethnic origin;
- political opinions;
- religious or similar beliefs;
- trade union membership;
- physical or mental health or condition;
- sexual life;
- commission of offences; and/or
- criminal proceedings.

Sensitive personal data can only be processed by the University if it meets one of several conditions in addition to the conditions to processing set out above. These conditions are:

- explicit consent of the data subject;
- contractual obligations of a data subject;
- compliance with employment law obligations;
- processing in the vital interests of the data subject (where the data subject cannot give consent or it cannot reasonably be obtained) or another person, where the data subject has unreasonably withheld consent;
- the data is necessary for medical purposes and processing is done by a health professional or someone subject to an equivalent duty of confidentiality;
- processing for the monitoring of equality of opportunity;
- the data has been made public by the data subject; and/or
- the data is subject to legal privilege.

Additionally, information which puts individuals at risk of identity theft, such as national insurance numbers and credit card data, requires the highest level of security.

3 Scope

This policy applies to:

- all personal data held and processed by the University. Personal data means data relating to a living individual who can be identified from that data or from that data and any other information in possession of the university. It includes expressions of opinion about the individual and of the intentions of the University in respect of that individual. It includes data held in any system or format, whether electronic or manual;

- all employees of the University who are granted access to personal data;
- all contractors, suppliers, University partners and external collaborators and visitors who may be authorised to access University held personal data; and
- all locations from which personal data is accessed including home and off-site/ remote use.

4 Responsibilities and Compliance Framework

Everyone has a responsibility to make informed decisions to protect and to properly manage personal data.

All staff and other approved users of University held personal data must:

- be able to demonstrate competence in their understanding of data protection laws and good practice applicable to the performance of their University responsibilities, as described in the policies, procedures and guidelines established to protect personal data and must seek advice and guidance if clarification is required; and
- report any actual or suspected breach in personal data security, “near misses” or working practices which jeopardise the security of personal data held by the University.

Deans, Heads of School and Directors are responsible for ensuring that personal data within their areas is processed in line with this policy and established procedures. To assist with this, the University has identified Data Protection Guardians (DPGs) across all organisational units, areas and Schools. Heads of School and Directors are also responsible for ensuring that there are an appropriate number of DPGs in their areas.

DPGs are responsible for overseeing data protection compliance in their areas, for providing a local point of contact for data protection issues, for identifying local training needs and arranging for them to be met and for disseminating advice and guidance from the Records Management Office, Data Protection Officer and Information Security Manager. DPGs are also responsible for identifying circumstances where data sharing or transfer agreements are needed with third parties, and ensuring that these are put in place.

The Records Management Office is responsible for providing policies, procedures, guidance and advice in support of this policy and for training staff where necessary.

The Data Protection Officer is responsible for overseeing the University’s compliance with the Data Protection Act 1998.

Non-compliance with this policy may be subject to the University’s disciplinary procedures for staff and students.

5 Monitoring and auditing

This policy and its implementation will be subject to internal monitoring and auditing throughout the University, and the outcomes from these processes will inform and improve practices as part of a commitment to continual improvement. The University will also undertake appropriate benchmarking and external auditing exercises.

Document control box	
Policy title:	Data Protection Policy
Date approved:	
Approving body:	Board of Governors
Version:	1.0
Supersedes:	Information Governance Policy
Previous review dates:	Not applicable
Next review date:	
Related Statutes, Ordinances, General Regulations:	Data Protection Act 1998 Freedom of Information Act 2000 Human Rights Act 1998 Computer Misuse Act 1990 Ordinance 14 Intellectual Property Rights, Data Protection and the Use of Information Systems University General Regulation XV Use of Information Systems Statute XIII Part III disciplinary procedures for staff
Equality relevance outcome:	Medium
Related policies:	Information Governance Policy Records Management Policy Freedom of Information Policy Openness Policy Computer Usage Policy Information Handling, Encryption and Mobile Computing Policy User management Policy Outsourcing and Third Party Access
Related procedures:	Data Protection Standard Operating Procedures Local data protection procedures
Related guidance and / or codes of practice:	University Records Retention Schedule IT Security guidance
Related information:	
Policy owner:	Data Protection Officer (Martin Conway)
Lead contact:	University Records Manager (Alan Carter)

FREEDOM OF INFORMATION POLICY

1. Introduction

This policy forms part of a suite of policies that support a quality assurance framework for managing information.

Under the terms of the Freedom of Information Act (FoI), the University is expected to respond to any request for recorded information within 20 working days, subject to exemptions and limits on the amount of work to be undertaken. The Environmental Information Regulations (EIR) require similar measures for all environmental information held by the University. The FoI also requires that the University maintains a publication scheme which lists all recorded information which is routinely made available by the University.

2. Purpose

Compliance with this legislation will be achieved through the implementation of controls and responsibilities including measures to ensure that FoI and EIR requests are recognised when they are received by the University, and that they are dealt with appropriately within the time limit.

Measures will also be implemented to ensure that appropriate advice is given regarding exemptions and the refusal of requests under the Act where necessary, to ensure that this is done in a way which is consistent and in line with the legislation.

The publication scheme will be maintained and kept up to date by the Records Management Office working in consultation with all areas of the University which hold such material.

3. Scope

This policy applies to:

- all recorded information held and processed by the University. This includes any information created by the University or its staff in the course of University business. It includes information held in any system or format, electronic or manual;
- data managed in line with the University's Research Data Management Policy and Records Management Policy;
- all approved users of University records including all employees of the University;
- wholly owned subsidiary companies of the University; and
- all locations in which University records are held including home and off-site locations.

4. Responsibilities

The University has a corporate responsibility to maintain its records and records management systems in accordance with the regulatory environment. This responsibility therefore extends to all staff who work with University records.

Deans, Heads of School and Directors are responsible for ensuring that Freedom of Information responses are provided to the Records Management Office from within their areas in a timely manner to ensure that the University is able to respond to Freedom of Information requests within the usual prescribed time limit of twenty working days.

All staff and other approved users of University held records must:

- be able to recognise Freedom of Information or Environmental Information requests when they are received, and what to do with them to ensure that they are properly answered;
- respond swiftly and as a matter of priority to any request for information received to ensure that the University is able to fulfil its obligations within the prescribed time limits;
- be aware that any recorded information created by the University is subject to Freedom of Information legislation, and that its content should be appropriate for public scrutiny.

The Records Management Office is responsible for providing policies, procedures, guidance and advice in support of this policy and for training staff where necessary. It is also responsible for dealing with FoI and EIR requests, which will include co-ordinating the preparation and issue of responses to such requests.

5. Monitoring and auditing

This policy and its implementation will be subject to internal monitoring and auditing throughout the University, and the outcomes from these processes will inform and improve practices as part of a commitment to continual improvement. The University will also undertake appropriate benchmarking and external auditing exercises.

Document control box	
Policy title:	Freedom of Information Policy
Date approved:	
Approving body:	Board of Governors
Version:	1.0
Supersedes:	
Previous review dates:	Not applicable
Next review date:	
Related Statutes, Ordinances, General Regulations:	Freedom of Information Act 2000 Environmental Information Regulations 2004 Data Protection Act 1998 Human Rights Act 1998 Ordinance 14 Intellectual Property Rights, Data Protection and the Use of Information Systems Statute XIII Part III disciplinary procedures for staff
Equality relevance outcome:	Medium
Related policies:	Information Governance Policy Data protection Policy Records management Policy Openness Policy Research Records Data Management Policy Information Handling, Encryption and Mobile Computing Policy User management Policy Outsourcing and Third Party Access
Related procedures:	Data Protection Standard Operating Procedures
Related guidance and / or codes of practice:	BS ISO 15489:2001 standard for records management Lord Chancellor's Code of practice under sections 45 and 46 of the Freedom of Information Act 2000 University Records Retention Schedule IT Security guidance
Related information:	
Policy owner:	Data Protection Officer (Martin Conway)
Lead contact:	University Records Manager (Alan Carter)