

The University of Manchester

BOARD OF GOVERNORS

Wednesday, 9 July 2014

Present:

Mr Anil Ruia (in the Chair),

President and Vice-Chancellor, Mr Michael Crick, Mr Stephen Dauncey, Professor Collette Fagan Dr Reinmar Hagar, Robert Hough, Dame Sue Ion, Dr Caroline Jay, Mrs Christine Lee Jones, Dr Neil McArthur, Mr Neville Richardson, Dr Pamila Sharma, Ms Charlie Cook, Dr John Stageman, Dr Angela Strank, Mr Andrew Spinoza, Professor Pamela Vallely. (18)

In attendance: The Deputy President and Deputy Vice-Chancellor, the Registrar, Secretary and Chief Operating Officer, the Deputy Secretary, the Director of Finance, the Director of HR, Vice-President and Dean Faculty of Engineering & Physical Sciences, Director of Compliance and Risk (in part) and the University of Manchester Students' Union Director (in part).

Apologies: Professor Maggie Gale, Professor Andrew Gibson, Mr Afzal Khan MEP, Ms Iram Kiani, Mr Paul Lee, Dr Brenda Smith, Professor Chris Taylor, Mr Chris Petty.

N.B. That the published minutes have been redacted under *agendum* 5(d) as they concern commercially sensitive information. The section will be replaced when relevant public announcements have been made.

At the outset of the meeting, the Chair of the Board welcomed Ms Charlie Cook to her first meeting in her capacity as the elected General Secretary of the Union for 2014/15, and as a member of the Board of Governors in Category 1.

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. The interests of the President and Vice-Chancellor as a Council Member of the Royal Society and as a Non-Executive Director of AstraZeneca plc, and for Mr Will Spinks as a member of the AHUA Executive, previously declared, were also noted.

2. Minutes

Confirmed: Subject to minor amendment, the minutes of the meeting held on 7 May 2014.

3. Matters arising from the minutes

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

Noted: That there were two significant items of business listed, viz. the scheme of delegations and the ethical framework. The ethical framework was presented for approval elsewhere on the agenda, and the scheme of delegations would follow in the autumn.

4. 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.

5. Chairman's report

(a) Review of Board Committees

Noted: That the retirement from the Board of a number of members would necessitate changes to the membership of some Board committees over the summer. Any changes made would be discussed with the relevant board members and respective chairs and subsequently be reported to the October meeting.

(b) Report from the Nominations Committee

Reported:

(1) The membership of the Committee within the year was:

The Pro-Chancellor (Mrs Gillian Easson) (*in the Chair*)

The following three members of the Board of Governors, appointed by the Board, from the categories of membership indicated:

Lay: Mr Andrew Spinoza

Senate: Professor Chris Taylor

Staff: Ms Iram Kiani

The following four lay members of the General Assembly, appointed by the Board on the nomination of the General Assembly:

Professor Sir Robert Boyd

Mrs Elizabeth France, CBE, FRSA

Mr James Hancock

Mr Wakkas Khan

Mrs Janet Pickering

(2) The Committee's principal matters of business are:

- to recommend to the Board of Governors appointments and re-appointments to Category 2 of the Board (lay members);
- to recommend to the Board of Governors re-appointments to Category 3 of the General Assembly (lay or former members of the Board who are not otherwise members of the General Assembly);
- to recommend to the Board of Governors appointments to Category 9 of the General Assembly (lay members appointed by the Board);
- to recommend to the General Assembly co-optations to Category 10 of the General Assembly (members co-opted by the General Assembly);

- to recommend to the General Assembly the appointment to be made to the office of Pro-Chancellor;
- At regular intervals, to recommend to the Board on the representation afforded by the sponsoring organisations within Categories 5 through 8 of the General Assembly.

(3) That to assist it in these tasks, the Committee received:

- statements of appointments terminating on 31 August 2014 in Category 2 of the Board of Governors and in Categories 9 and 10 of the General Assembly;
- details of the full lay membership of the Board of Governors and the remaining membership of Categories 9 and 10 of the General Assembly, including data with respect to a broad balance within those memberships in terms of gender, ethnicity, and above all experience and expertise specifically as regards their benefit to the University;
- details of the applications and testimonies from and concerning applicants following an appeal within the University and externally for suitably experienced individuals.

(4) That in the course of its deliberations, the Committee recognised the continuing need to appoint to some new people with a record of achievement, within or outside their substantive careers, which can be applied in a variety of ways to the University's benefit to the Board of Governors and to the General Assembly. At the same time, the Committee endeavoured to ensure that the overall range of expertise across the Board's lay membership continues to reflect the needs and aspirations of the University, as well as helping to fulfil the requisite responsibilities for proper institutional governance, and that the overall lay membership of the General Assembly is representative of the diversity of the University and of the communities served by it.

(6) That the University had launched advertising and social media campaigns in June, in order to bring forward applications for membership of the Board of Governors and the General Assembly in 2015 and 2016. The campaigns would link to the University website, and the section of its governance pages that encourage suitably qualified visitors to seek involvement in the University's governance.

(7) That an additional vacancy would arise within the Board's lay membership at the end of this session, as the Committee was informed that Mr Neville Richardson would not be seeking a further term of re-appointment from 1 September 2014. Therefore, at its first meeting in the next session, the Committee will review the output of the advertising and social media campaigns and determine if the consideration of any of the candidates can be brought forward in order to fill the vacancy at the earliest opportunity.

Noted: That in bringing forward candidates for both the Board and the general Assembly, the Nominations Committee was seeking to ensure it considered a wide and diverse range of candidates. The issue of adequate representation from Black and Minority Ethnic groups had been raised at the General Assembly in the past and had been addressed in the recommendations proposed. Further work was ongoing to ensure the appointing bodies were also mindful of equality and diversity issues in providing members for the Assembly.

Resolved: That on the recommendation of the Committee, the Board approved following appointments/re-appointments:

(i) For appointments/re-appointments to the Board of Governors in Category 2

That the following individual should be appointed to the Board of Governors, for a period of three years from 1 September 2014:

Mr Edward Astle

Biographical information is provided in Appendix 1

N.B. This decision was approved by the Board in February 2014.

(ii) For appointments/re-appointments to the General Assembly in Category 9

(a) That the following current members of the General Assembly be re-appointed, or a further period of three years from 1 September 2014:

Mr Tony Aggarwal
Mr Andrew Watson

Biographical information is provided in Appendix 2 (a)

(b) That the following be appointed to vacancies arising from departures, for a three year period from 1 September 2014:

Ms Margaret McLay

Biographical information is provided in Appendix 2 (b)

(iii) For re-appointments to the General Assembly in Category 10

Mr Nicholas Bent
Mr Steve Connor

Biographical information is provided in Appendix 3 (a)

(iv) For appointments/re-appointments to the General Assembly in Category 10

That the following individual be appointed to the vacancy arising from a departure, for a three year period from 1 September 2014:

Mr David Watson

Biographical information is provided in Appendix 4 (b)

(v) For re-appointments in Category 3 of the General Assembly, current and lay former members of the Board of Governors who are not otherwise on the General Assembly

That the following individuals be re-appointed to membership from 1 September 2014, for a period of three years:

Mr Brian Clancy
Cllr Afzal Khan
Mr Robert Hough

Mr Neville Richardson
Mr Anil Ruia

N.B. The decisions listed in sections 3 – 5 above were approved by the General Assembly at the meeting on 22 June 2014.

(c) Ethical Framework

Reported:

- (1) That Following the Woolf Inquiry into the LSE's links with Libya and the adoption by the LSE of a Code of Ethics, a number of universities have adopted similar principles. Ethical issues and, specifically, ethical considerations in respect of research partners, were also discussed by the Board of Governors at the Planning and Accountability Conference in March 2013 and it was indicated that further work would be done on this within the University with a view to bringing forward similar proposals (building upon the establishment of the Gift Oversight Group). Consequently, an Ethics Framework had been developed by the Deputy Secretary.
- (2) That the document used the ethical obligations enshrined within the Charter, Statutes and Ordinances as a starting point and sought to map existing policies and procedures to these principles, and thereby bring all relevant policies within it.
- (3) That within SLT and the Board, there was support for an overarching approach to drawing together existing obligations under a "framework". The preference was for the Board to have an oversight role, receiving an annual report from the executive which would be held accountable for delivery. SLT had previously agreed that the draft should be presented to the Board for discussion at its meeting on 20th November 2013 and, as the Board was content with the approach, the adoption of the Framework should be progressed through the University's structures.
- (4) That the document had undergone further review since it was previously considered by the Board. The Office of the General Counsel had proposed a number of amendments which have been incorporated in the version circulated. The Social Responsibility Governance Group have also reviewed the Code and proposed minor amendments and while the Group noted that the document was a good starting point, recommended that case studies should be prepared to support the principles within the framework over time.
- (5) Therefore, for this meeting, on reference from the meeting of PRC on 10 June, the Board of Governors was invited to approve the Framework. On adoption of the Framework, it has been suggested that further work might be undertaken on supporting codes of practice for staff members and students. These should provide practical examples of how the Framework operates in practice and of the behaviours and standards expected.

Noted:

- (1) That the Board discussed the framework in detail and made a number of comments regarding style and coverage and proposed a number of amendments.

- (2) That there was support from the Board for the inclusion of case studies, to assist members of the University in applying the principles described in the code to working situations.
- (3) That the Board also recommended that a flowchart of pictorial representation of how ethical issues might influence decision-making should be included, and that this should be developed alongside the case studies.
- (4) That the Board recognised that, as presented, this was a relatively light-touch framework, that sought to map existing policies and processes to an agreed set of ethical principles (as outlined in Manchester 2020).

Resolved: That the Board approved the ethical framework, recognising that it would undergo further development over the next academic year.

(d) [UNREDACTED] University Residences and the Graphene Exploitation Innovation Centre (GEIC)

Reported:

- (1) That as outlined at the May meeting of the Board, building on the strong relationship between the City of Manchester and an Overseas Sovereign Investor (OSI), and following extensive discussions between The University of Manchester (UoM) and the OSI about a long term partnership around research and innovation collaborations and student residences, two initial linked opportunities were being discussed:

- Investment of c.£171m (incl. inflation) in the development of a ‘student village’ in Fallowfield, which remains a major priority for UoM.
- Research Grant of £30m by the OSI and leveraging by UoM of further external funds towards the development of a £60m Graphene Engineering Innovation Centre (GEIC), which is a critical next step on our exploitation of discoveries around graphene and other 2D materials.

The President and Vice-Chancellor, with contributions from the Chair of the Board and the Chair of the Finance Committee provided an update of the due diligence process to the Board and details of the ongoing negotiations with the OSI.

- (2) That at its formal meeting on 20 November 2013 after due consideration the Board of Governors, on recommendation of PRC and Finance Committee, had resolved to:
 - (i) Note the discussions held to date and the opportunities presented to align potential overseas sovereign investments with existing institutional objectives; and
 - (ii) Authorise the University to proceed, through the delegated authority of the Chair of the Board of Governors and the Chair of the Finance Committee, subject to the proviso that any formal undertakings were supported by detailed due diligence and assurances.
- (3) That since this time the University had, under the oversight of the Chair of the Board and the Chair of the Finance Committee, been working through the due diligence process and towards the provision of the appropriate assurances

described in the delegated authority. In bringing these forward, the Know Your Counterparty Report produced for the GEIC had highlighted a high-risk item, which had concerned critical reporting of migrant worker conditions during the construction of the New York University Abu Dhabi campus in UAE. In recognising this risk, the University had sought appropriate assurances from other UAE development partners in the UK and government and internationally. It was also noted that the risk specifically concerned working conditions and worker rights in the UAE, under local practices, whereas under these proposals, the building projects would be under the University's direct oversight using contractors and University staff, working under UK employment and health and safety legislation. Therefore, in updating the Board of the status of the two projects, the President and Vice Chancellor, supported by the Chair of the Board and the Chair of the Finance Committee, provided assurances in respect of specific issue raised.

- (4) That the Union had expressed some concerns about the affordability of student accommodation across the campus, noting that the accommodation currently provided in Fallowfield was less expensive than other options available. In responding to this point, the Chair of the Board and the President and Vice-Chancellor highlighted that the rents would be appropriately benchmarked and increases limited to RPI levels. The University would also review its provision to ensure a range of options remained available.
- (5) That the University had been proceeding carefully to ensure that appropriate assurances were obtained in respect of funding guarantees and liabilities, the source of funding and the suitability of the funding entities involved, and assurances that the projects did not raise any material public procurement or competition issues. Only with those preconditions in place, via the authority of the Chair of the Board and the Chair of the Finance Committee, would formal agreements be enacted. [UNREDACTED]

6. Secretary's report

(a) Membership of the Board of Governors

Received: A report on the elected membership of the Board of Governors in category 3.

Noted: That further to the call for nominations issued earlier in the year, two names had come forward for membership of the Board of Governors in Category 3, Professor Cathy McCrohan from the Faculty of Life Sciences, and Professor Ian Cotton, School of Electrical and Electronic Engineering, Faculty of Engineering and Physical Sciences, had come forward and been declared elected, there being no requirement for a ballot. Both individuals would take up membership from 1 September 2014, Professor McCrohan for a three year period, and Professor Cotton for a one year period, or for the period of their Senate membership, whichever was the shorter.

(b) Revision of Regulation IV, Election of Members of the General Assembly in Category 13

Received: A report on proposed revisions required to Regulation IV, following the Board's approval of the Alumni Constitution in May 2014.

Reported:

The new constitution of the Alumni Association was passed at the meeting of the Board of Governors held on 7 May 2014. The electoral changes approved in the constitution necessitate some minor changes to Regulation IV which were presented to the Board for approval.

Resolved:

To approve the revisions to Regulation IV (attached as Appendix 4)

7. Report from the University of Manchester Students' Union

Received: The annual report on work of the Union was provided. Mr Ben Ward, Interim Union Director, joined the meeting for this item and presented the report with the General Secretary of the Union, Ms Charlie Cook.

Reported:

- (1) That the 2013/14 year had been one of great challenges for the Students' Union. Following very disappointing end of year financial results for 2012/13, the trustee board have taken a number of very difficult decisions to stabilise the organisation and ensure it has firm foundations to achieve the stretching strategic plan for the period 2013-16. The Students' Union expressed gratitude to the University for the support and understanding it had showed during this period of transition, and were confident the quality of the relationship had ensured the improvement plans have been speedily and robustly carried out.
- (2) That the Union reported that in spite of the many difficulties faced across the year, the union has demonstrated some significant achievements which had improved the student experience at Manchester for its 40,000 members.
- (3) That the report provide details of the organisational challenges the Union had faced with details of the changes that had been implemented, the work on the budget, on financial controls, and the action plan it had put in place plan to develop a people-focused culture. The Union had set challenging targets for staff satisfaction and established some internal groups to make improvements over the next year.
- (4) That the report provide details of the Union's democratic engagement, its campaigning work (including the national attention gained for their 'We Get It' campaign, where over 3000 students had signed the sexual harassment pledge, over 1000 wristbands had been worn and the campaign had been shortlisted for Campaign of the Year with NUS), community engagement, work in support of student societies, RAG fundraising and volunteering. The report also highlighted the work done in partnership with the University; widening access and in supporting the Residents Associations. Information on the Union's financial performance was provided and on communications within the Union, and the Report concluded with details of the Union's plans for 2014/15.
- (5) That the Union also reported that work was underway to bring forward a series of key performance indicators and that these would be brought forward to the Board through the Union University Relations Committee.

Noted: That the Board acknowledged the difficulties faced during the year and acknowledged the worthwhile projects it had undertaken both independently and in partnership with the

University. The Board expressed thanks to Ms Cook and Mr Ward for a clear and comprehensive report.

8. President and Vice-Chancellor's report

Received:

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

Reported:

- (1) That the President and Vice-Chancellor, with input from the Vice President and Dean of Engineering and Physical Sciences, gave a report on home and international data on applications and acceptances, and the likely consequences for recruitment in September 2014. At the time of report, home and international demand for places was strong and although overseas recruitment for postgraduate research programmes was more challenging, the figures presented a good position. Within the context of the changing national picture and increased competition for students, especially those of high quality, the Intake Management Group, chaired by the Vice-President for Teaching, Learning and Students, was monitoring the situation closely. The 2014 recruitment round required careful attention, and would be demanding for our staff. In preparation, Schools had been encouraged to review their entry requirements and to ensure best practice in handling of applicants to maximize the chances of those to whom an offer is made accepting it. In depth discussion of application data by the Senior Leadership Team would take place regularly so the pattern of recruitment can be closely monitored, allowing interventions to be agreed and implemented on a timely basis.
- (2) That the President and Vice-Chancellor updated the Board on the estates programme, with reference to the Graphene Building on Booth Street East, and the ongoing extension project within the Whitworth Art Gallery.
- (3) That the President and Vice-Chancellor updated the Board of Governors on the progress of the two appointment process currently underway; the appointment of a Vice-President and Dean for the Engineering and Physical Sciences (following the appointment of Professor Colin Bailey as Deputy President and Deputy Vice-Chancellor) and the appointment of a Vice-President and Dean for the Faculty of Medical and Human Sciences (following the announcement that Professor Ian Jacobs will be leaving the University to take up appointment as Vice-Chancellor of the University of New South Wales, in February 2015).
- (4) That the Board recently reaffirmed the determination that this University is to be a world leading university, albeit recognising that the current key measure (Shanghai Jiao Tong) does not cover its activities well. Accepting the limitations of the Shanghai Jiao Tong other indicators (either in the place of or in addition to) are being considered as a measure of the University's performance. A detailed analysis of what it would take for the University to realise these ambitions was underway, benchmarking the university against leading universities. As people were by far the University's most important asset a key consideration was raising quality and performance to deliver at the level required to meet ambitions. To this end the University would review Project Diamond 1 and 2 and identifying priority areas so that this could inform future strategic investment in the recruitment of staff. The latter will also be informed by the post REF Research strategy identifying ways to achieve a step-change in performance. The University was also implementing measures to instil a more performance oriented culture. This included

agreeing a new PDR process, which was a key outcome from the staff survey, and rolling out a performance management framework.

- (5) That the University would need to have greater levels of discretionary income than at present to invest in priorities. To this end it remained focused on developing additional income streams (for example philanthropy and distance learning). The University was also developing proposals for supporting the University's international agenda (particularly in US and emerging markets, and on securing efficiency savings, notably improved cost recovery on RGC grants (including more effective pricing), sharing of research infrastructure, efficiencies in how it organises and delivers teaching and assessment, and standardisation of processes, including IT. The 2014/15 budget and 5 year plans have been, and would continue to be, shaped with these in mind.
- (6) That reputation and profile remained key issues. As a new Head of University Marketing was in post progress was also being made with the development of a Marketing and Communications strategy. This would help to better project successes and to increase the University's global impact by building on areas of focus and distinctiveness.
- (7) That although the University was an international community its Manchester connections were valued and it remained committed to enriching the social, economic, cultural and intellectual life of its host City and the region. Reflecting this, consideration was being given to how best to optimise the University's regional agenda.

(b) Report from the Director of Compliance and Risk

Received: The Director of Compliance and Risk Management, Dr. David Barker, provided a Report on the operational management of risk and compliance. The report included; the Safety, Health and Environment Minutes from the meeting on 9 June 2014, including an executive summary, the Health and Safety Policy Statement, a Safety Services Plan Update, associated information and Q1 2014, accident statistics.

Reported: That the Accident Statistics for the quarter had shown an increase in the number of accidents reported. At the time of report, it was believed that this was a result of greater awareness (following the action taken in response to the Staff Survey). Analysis of a one-year trend was difficult and therefore this would be monitored over forthcoming periods.

Resolved: That the Board of Governors approved the Health and Safety Policy Statement.

(c) Report to the Board of Governors on Exercise of Delegations

Reported:

- (1) Emeritus Professor

Acting on behalf of Senate and the Board of Governors, and on the recommendation of the relevant Head of School and Dean of the Faculty, the President and Vice-Chancellor awarded the title of emeritus/emerita professor to:

Professor John Gledhill, School of Social Sciences, with effect from 1 September 2014

Professor Iain Mackie, School of Dentistry, with effect from 1 July 2014

Professor Christopher Whitehead, School of Chemistry, with effect from 1 August 2014

(2) Representatives on Outside Bodies

Acting on behalf of the Board of Governors, the President and Vice-Chancellor approved the re-appointment of Professor Christine Dickinson as the University's representative on the Board of the Canon Slade Trustees, for a period of four years.

Lisa Heyes was re-appointed as the University's representative on the Peter Latham Charity Board, until 25 March 2018.

Corinne Ogden was re-appointed as the University's representative on The Rochdale Ancient Parish Educational Trusts, until 13 July 2016.

(3) Head of School

Acting on behalf of the Board of Governors, and on the recommendation of the Dean of the Faculty of Engineering and Physical Sciences, the President and Vice-Chancellor approved the appointment of Professor Richard Winpenny as Head of the School of Chemistry for the period 1 August 2014 until 31 July 2019.

(4) Establishment of a "Named Chair"

Acting on behalf of the Senate and the Board of Governors, and on the recommendation of the Head of School of Mechanical, Aerospace and Civil Engineering and the Dean of the Faculty of Engineering and Physical Sciences the President and Vice-Chancellor approved the establishment of a "named chair" (The Osborne Reynolds Chair) and that the first holder should be Professor Peter Stansby in the School of Mechanical, Aerospace and Civil Engineering.

(5) Seal orders

Pursuant to General Regulation VII.4, the Common Seal of the University has been affixed to instruments recorded in entries 1429 to 1457.

(6) Academic appointments and promotions

In addition, information regarding Academic appointments and promotions from 1st January to 30th June 2014 was circulated to the Board.

9. Report from the Senate

(a) Senate Business

Received: A summary of matters for the attention of the Board, arising from the meeting of Senate held on 25 June. The papers included a revised Regulation XX and amendments to Regulation XVII, which were provided for approval by the Board.

Reported: The Senate met on 25 June 2014 and the following matters, on reference from Senate, were reported for the Board's information:

- (1) That the Deputy President and Deputy Vice-Chancellor chaired the meeting on behalf of the President and Vice-Chancellor. He updated Senate on plans to progress the University's ambitions for the future and student numbers for entry in 2014.

- (2) That the Vice-President (Teaching, Learning and Students) reported on a project to develop functionality and content in the student portal, My Manchester. An amended Regulation XX: Monitoring Attendance and Wellbeing of Students (attached) was approved alongside a new Policy on Recording and Monitoring Attendance. Also approved were amendments to the Policy on Mitigating Circumstances.
- (3) That the Associate Vice-President (Research and Innovation) reported on preparations for the 2014-15 Research Review Exercise, developments at Alderley Park, plans for the allocation of the national Alan Turing Institute, the current government consultation on proposals for long-term capital investment in science and research, and changes to the research pages on the University's corporate website. Senate approved a new Visiting Research Students Policy and amendments to the PhD by Published Work regulations.
- (4) That Senate considered amendments to Regulation XVII: Conduct and Discipline of Students in order to extend its scope to students' behaviour off-campus (attached). Senate engaged in a lengthy and rigorous discussion of the amendments and they were eventually approved after a vote (23 for, 11 against and 3 abstentions). However Senate also recommended a 'dual approach' to off campus behaviour comprising both regulation (i.e. the amended Regulation XVII) and partnership. The University was committed to fostering positive relationships with local residents and recently created a new division within the Directorate for the Student Experience, Student Development and Community Engagement (SDCE), to support a coherent approach to our activity in local communities. Through SDCE the University will seek to further build on its partnership with UMSU, and with other stakeholders such as Manchester City Council, to maximise opportunities for students to enrich and contribute to their neighbourhoods.
- (5) That Senate endorsed the nominations for the award of honorary degrees as recommended by the Awards and Honours Group.

Noted: That, in reference to the change in Regulation XVII, the General Secretary of the Students' Union queried whether the University had undertaken an assessment of the legal implications, the reputational risk arising from a potential increase in complaints or formal OIA complaints that might arise from its introduction. In responding, the Registrar, Secretary and Chief Operating Officer advised on the process through which the amendment had been brought forward, which had involved legal counsel and which, in its amended form, would reflect the position at many other HEIs. It was not anticipated that a significant number of cases would be brought under the procedure but the ability of the University to take appropriate action to preserve community relations, in these rare circumstances, was vital. Within the Senate discussions, Senate had accepted that a 'dual approach' to off campus behaviour comprising both regulation (i.e. the amended Regulation XVII) and partnership would be adopted. The Deputy President and Deputy Vice-Chancellor also highlighted that reputational risk within the local community already existed and required mitigation, through a combination of outreach and regulation.

Resolved: The Board of Governors approved, noting the objections recorded by the General Secretary, on reference from Senate, the revised Regulation XVII: Conduct and Discipline of Students, and also approved the amendments to Regulation XX: Monitoring Attendance and Wellbeing of Students.

(b) Annual Report on Appeals and Complaints

Received: The Annual Report on Appeals and Complaints, considered by the Senate in April 2014, was provided for information.

(c) Report of the Awards and Honours Group

Reported:

(1) That in November of each year, the President and Vice-Chancellor, on behalf of the Awards and Honours Group, invites members of the Board of Governors, Senate, General Assembly and all staff and students, the latter via the University of Manchester Students' Union Executive, to nominate individuals for honorary degrees and Medals of Honour. In addition alumni are invited to submit nominations. In the following April, after an initial sift undertaken by the President and Vice-Chancellor which is conducted after seeking advice from relevant senior officers, the short-listed cases are considered by the Awards and Honours Group. The sift takes place to make the numbers of awards under consideration manageable. Careful consideration is given to trying to ensure that the gender and ethnicity balance is achieved, as far as is practicable, as well as to ensuring that the broadest range of fields of achievement is reflected. Of those not short-listed, some are considered unsuitable at this particular time and are removed from the database; others are kept on record and carried over to be reconsidered the following year.

(2) That the Awards and Honours Group (AHG) reviews the candidates at its meeting and makes its selection. Thereafter Senate is asked to endorse the recommendations for honorary degrees, with final approval being sought from the Board of Governor in July each year. The Board is also asked to consider and approve any names being put forward by the AHG for Medals of Honour.

(3) That the Awards and Honours Group comprises:

The President & Vice-Chancellor (*ex officio*)

The Registrar, Secretary and Chief Operating Officer (*ex officio*)

General Secretary of the Students' Union (*ex officio*) [since 2013]

Four members of the Board of Governors

Four members of Senate, one from each of the Faculties

The membership at the time of its 2014 meeting was as follows:

Professor Dame Nancy Rothwell

Mr Will Spinks

Mr Robert Hough

Cllr Mohammed Afzal Khan

Mrs Christine Lee-Jones

Dr John Stageman

Professor Stuart Allan

Professor Kersti Borjars

Professor Anthony Brown

Professor Aneez Esmail

Ms Grace Skelton

In effect, Senate and the Board of Governors delegate responsibility for managing the process and coming forward with recommendations to the AHG.

- (4) That the entire process is managed in a way that is designed to ensure that confidentiality is upheld. In the letter calling for names it is made clear that the AHG reserves the right to reject a nomination where the nominee and/or his or her family or colleagues are found to be aware of the nomination. The need for confidentiality also means that the nominations are tabled at the AHG meeting itself (with sufficient reading time given), and, similarly, any papers giving the names of the individuals are also tabled at the relevant meeting of Senate and the Board. In all three instances the papers are handed back at the end of the meeting.
- (5) That the names of the successful individuals can only be released once they have formally agreed to accept the honorary degree or Medal of Honour.

Resolved:

- (1) That the Board of Governors approved eight individuals for conferment with doctorates honoris causa, noting that the first opportunity for conferment was likely to be Foundation Day, in October 2015.
- (2) That on this occasion the Group did not forward any recommendations for any individuals to receive the University's Medal of Honour.

10. Board Committee reports

(a) Finance Committee

Received: A summary report and minutes of the meeting held on 23 June 2014.

Reported:

- (1) That the appointments of Ignis to manage the absolute return bond and Investec and Harris to manage the global equity portfolio (on a 50:50 split) were confirmed, following satisfactory meetings with the Director of Finance. Aon Hewitt will oversee the transfer of the portfolio from the current manager (BlackRock) to the new Fund Managers. BlackRock will retain management of the property element of the portfolio.
- (2) That Finance Committee considered the latest update and noted that all projects remained on track and within budget, with the exception of the Whitworth Art Gallery where delays had arisen from environmental conditions and asbestos removal. The formal opening will take place as planned (on 24 October 2014) although work will continue for several weeks to complete the work. Additional funding (from donors) had been secured and further savings had been instructed. Under a separate item, Finance Committee considered the business case to increase the scope of the Manchester Engineering Campus Development (MECD). It was noted that the current project design did not allow the Faculty to achieve the targets within the Five Year Forecasts in terms of research growth and student numbers. The revised design incorporated the Central Teaching Block within the project and provided a much more cohesive and flexible campus.

- (3) That Finance Committee approved the recommendation to increase the budget for the MECD project by £43.1m. The revised budget for the project was £353m.
- (4) That Finance Committee also approved the MECD Material Sciences Decant project (£13.5m)
- (5) That the Estates Masterplan had been revised to reflect changes to the MECD project, including the incorporation of the Central Teaching Block as noted above. In addition, the plans for the Biomedical campus were under review, and a number of projects had therefore been put on hold pending the outcome of the review. The revised plan will be submitted in due course to CPSC and Finance Committee. It was noted that the plan will remain within the originally agreed budget. The Executive had confirmed that they were confident that the revised plans provided sufficient space for current expansion plans.
- (6) That Finance Committee noted the management accounts for April 2014. However, subsequent to that meeting, the management accounts for May 2014 have been received by the Finance Sub Committee and Planning and Resources Committee and these, rather than the April management accounts were attached, for note by the Board.
 - The surplus to date was £37.4m, £7.7m favourable to budget;
 - cumulative income was £731.6m, £7.1m higher than budget and 6.7% higher than prior year;
 - pay costs were £393.3m, £6.7m adverse to budget. Pay costs, excluding ERVS represented 53.7% of total income compared to 53.5% in the prior year, and 53.3% budgeted;
 - the non-pay costs were 8.0% higher than last year, at £251.2m but £9.2m favourable to budget;
 - cash balances stood at £467.1m.

Resolved:

- (1) That the Board of Governors approved the revised Policy on Outside Work and Consultancy.
- (2) That the Board of Governors approved the University's budget for 2014/15 and Five Year Financial Forecasts.
- (3) That the Board, on reference from the Finance Committee, would within the next year, revisit the Estates Masterplan and implementation, and it was suggested that this might be a suitable session for the March 2015 Planning and Accountability Conference.

(b) Audit Committee

Received: A summary report and minutes of the meeting held on 24 June 2014

Reported:

- (1) That a training and update event for members of the Board of Governors (and Audit and Finance Committees) had been held on the morning of the 24th June 2014. The programme included a presentation from HEFCE on the operational implications of changes in the HE regulatory environment, a presentation from Finance colleagues (with audit support where appropriate) on the implications

of the new HE Statement of Recommended Practice (SORP), a presentation from external audit on areas of best practice (and Cyber Security) within the sector and an additional session on risk was also provided order to complete the coverage of the programme.

- (2) That the internal auditors, Uniac, provided a summary of the audits finalised since the last meeting of the Audit Committee, provided an update on the Assurance Mapping Exercise, briefed the Committee on the development of the 2014/15 plan, and summarised progress against this year's plan.
- (3) That the internal auditors had conducted a review of cash advances and the use of frequent traveller credit cards. The focus of this audit was to provide assurance that the management of the risks surrounding the systems and processes for the use of cash advances and frequent travellers credit cards (FTCCs) was operating effectively and that processes are efficient and economic. Uniac had identified significant opportunities for improvement. Therefore they could only provide limited assurance that the processes and associated controls are effective and efficient. They tested 17 cash advance claims, the whole population of cash passport users (9) and 30 separate monthly expenditures for FTCC users. They were particularly concerned with the position, oversight and procedures deployed for cash advances and FTCCs. The age of a number of the transactions means that it was now unlikely that relevant documentation will be retrieved which might lead to tax implications.

The Director of HR Services, Karen Heaton, provided information on the action being taken by the University in response to the review of cash advances and the use of frequent traveller credit cards. Revised guidance notes and procedures were being introduced and the five primary budget holders had been provided with a list of individuals in their areas that had failed to evidence spend. Systems and culture would need to be addressed. There was evidence of some process failures and some failures to challenge senior staff to comply with procedures. These issues were not widespread, rather there was some areas identified with poorer return rates. The target date for the completion of the exercise (to identify and provide evidence for prior claims) was the year end. The Committee noted that University might consider sanctions in order to drive compliance, as appropriate, in order to seek to ensure that staff who had not returned evidence of spend were prevented from using the facility in future.

- (4) That Uniac had conducted an audit on the management and quality of data used to inform University league tables. The audit also included a review of how league table performance is considered and optimised as part of the data submission process (including a detailed examination of "expenditure per student FTE"); and the oversight of institutional and subject-based performance (with corresponding plans for optimisation) at both central and School level. Based on subject performance within the Guardian 2013 league tables, Uniac visited the following Schools: Social Sciences, Psychological Sciences, and Mathematics.

That overall Uniac were able to provide positive assurance over the University's League Table management, while also highlighting some areas of possible improvement. They had assessed the relevant University data submissions, both in terms of compilation and data accuracy, and how the University ensures the data is submitted in an optimal manner. While they had identified some minor data accuracy points, Uniac could provide reasonable assurance that the impact

on the League Tables is adequately considered as part of the compilation processes.

- (4) That an attempt was made to defraud students at the University via false job vacancies notified to the Careers Service. The Careers Service provides a service whereby local companies can advertise part-time posts that may be of interest to students. The names of two local firms were used, without their knowledge or consent, in advertisements for part-time administrative assistant jobs. However, these adverts were false and intended to defraud students and / or involve them in money laundering. The University had taken a number of steps, including additional training and the introduction of physical controls to reduce the risk of further attempts by individuals to post vacancies that were intended to defraud students.
- (5) That the Director of Compliance and Risk provided an overview of risk management within the University. The risk registers presented to the Committee remained unchanged since review in January, and their revision was underway at the time of report. SLT were considering the registers at the present time and focusing on the financing of the estates masterplan, REF risks (primarily funding related), and the failure to deliver a performance orientated culture. In addition, the presentation of risks relating to Cyber Security and the People Strategy had been sharpened within the drafting. Risk 8 relating to carbon reduction, also required revision as there were significant measurement issues facing research active institutions (where rises in research activity would be likely to increase carbon emissions in delivering the research).
- (6) That the plan of action for implementing recommendations of the External Audit Management Letter identified in the audit year ending 31 July 2013, was considered by the Committee. On the basis of the comprehensive report submitted, the Committee was satisfied that the observations and recommendations within the management letter had been adequately addressed. Further confirmation and information on progress would be provided in the external audit work on the accounts of 31 July 2014.
- (7) That Mr Alan Clarke would be leaving the Audit Committee at the end of August 2014, following the completion of his term. The Chair of the Committee offered his sincere thanks to Alan, who had provided considerable support and expertise to the Committee over a period of six years. It was anticipated that a suitably qualified replacement independent member would be co-opted to the Committee over the summer.

(c) Staffing Committee

Received: The executive summary and minutes of the meeting of the Staffing Committee held on 12 June 2014, and that were subsequently approved at a reconvened meeting held on 9 July 2014.

Resolved: To approve the recommendations of the Staffing Committee:

- (1) That the University proceeds with the process outlined in the agreed Contracts Policy and Procedure to deal with those staff considered to be at risk on open ended contracts linked to finite external funding or special projects for the period from February to May 2015; and

- (2) To recommend to the Board of Governors that the University continues to ensure that all suitable and appropriate alternative strategies for resolution, including redeployment and restructuring, have been properly considered.

R (d) Remuneration Committee

Received: Under reserved matters, the annual report of the Committee was provided for the information of Board members.

Noted:

- (1) That the Committee's principal matters of business are:
 - (i) To consider and determine on behalf of the Board of Governors the remuneration arrangements for certain senior officers of the University (including the President and Vice-Chancellor, the Registrar and Secretary, Vice-Presidents and Deans, and Vice-Presidents).
 - (ii) To delegate to an appropriately constituted Senior Salaries Review Group (or Groups) the task of making recommendations on the remuneration of professorial and equivalent senior administrative staff not covered in '1' above and to scrutinise such recommendations as appropriate for consistency and fairness.
 - (iii) To consider policies and procedures on the remuneration of senior staff, to recommend them to the Board of Governors and to oversee their implementation within the University.

Resolved: The Board of Governors approved the annual report of the Remuneration Committee.

11. Report from the Planning and Resources Committee

Received: A summary of matters discussed at the meetings of the Committee held on 6 May and 10 June was provided.

Reported:

- (1) That during the period of this report, the Committee considered the draft management accounts for the periods ended 31 March 2014 and 30 April 2014. During the period of this report, the Committee received the Minutes of the Finance Sub-Committee meetings held on 29 April 2014 and 27 May 2014. At its meeting on 10 June 2014, the Committee approved the recommendations from Finance Sub-Committee for non-standard tuition fees to apply in 2015/16. The Committee's attention was also drawn to the Postgraduate Scholarship Scheme, which was part of a Higher Education Funding Council for England (HEFCE) initiative aimed at widening access to postgraduate study and the professions, by removing barriers to postgraduate education for students from underrepresented groups. The University was offering up to 50 scholarships of between £10,000 and £15,000, paid as a cash award, for full-time masters students beginning their studies in September 2014.

At its meeting on 10 June 2014, the Committee noted that the budget process had been lengthy and iterative and that over the period to 2020, the University needed to increase its income streams and generate more cash. Members of PRC were invited to attend the

meeting of Finance Sub-Committee held on 17 June 2014 to consider the 2014/15 budget for recommendation to Finance Committee and the Board of Governors.

- (2) That at its meeting on 6 May 2014, the Committee considered a report on the HEFCE Performance Indicators on Recruitment and Retention of Students. The data showed that the University had performed above its standard benchmark for two of the University's high level key performance indicators: recruitment of young first time degree entrants from low participation neighbourhoods (recruiting 8.2% compared to 6.2% in the previous year) and from lower socio-economic groups (recruiting 25.3% compared to 20.4% the previous year). The University was just below its standard benchmark for entrants from state schools and for retention but neither figure was statistically significant.
- (3) That at its meeting on 8 April 2014, the Committee had considered proposals relating to the high level key performance indicators and it had further discussions on the proposals relating to carbon emissions and finance at the meeting on 6 May 2014. The Committee agreed to recommend the following changes to the Board of Governors for approval:
 - To reword KPI 3 as follows: To improve the quality of research outputs, ensuring that 70% of research is judged as world-leading or internationally excellent by peer review through REF or our own exercises, and to ensure that 27% of Manchester publications fall in the top 10% of cited papers in their field by 2020.
 - To reword KPI 11 as follows: To increase the underlying financial outcome as measured by EBITDA to 10% by 2020 in order to provide cash for investment in strategic priorities.
 - To make some changes to the measures relating to KPIs 4, 8 and 12 but noting that the wording of the KPIs to which they referred would be unchanged. The changes to these measures are set out at Appendix I.
- (4) That at its meeting on 10 June 2014, the Committee approved the proposals for the 2014 Management Satisfaction Surveys for the Faculties, PSS and The University of Manchester Library, including that, in future, these surveys would be carried out biennially, alternating with the Staff Survey. At the same meeting, the Committee approved the proposals for the 2014 Annual Performance Review process. The same set of documentation would be used as in 2013, with some modifications to Social Responsibility following feedback and the relaunch of Goal 3 in November 2013. Priorities and issues would also be identified and submitted as part of the documentation in order to inform the separate Agendas.
- (5) That at its meeting on 10 June 2014, the Committee considered and approved the 2014/15 Operational Priorities for the Faculties, including key targets, and the Operational Priorities for Professional Support Services. The Committee also considered 2012/13 comparative performance data for the Russell Group relating to students, staff and research income.
- (6) That at its meeting on 6 May 2014, the Committee considered a paper setting out the principles underpinning the University's Access Agreement for 2015/16 and the proposed levels of expenditure for access, student success and progression. The University's bursary package would:
 - retain the most generous award (£3,000) for students from the lowest household incomes. This would be delivered by introducing an additional household income band of £0 - £17k. The majority of the University's home students who are eligible

to apply for its bursaries are from household incomes below £17k (20% or c1,200 students are in this income bracket);

- maintain a generous award (£2,000, a reduction of £1,000 per annum) for students from incomes between £17k and £25k (6% or c380 students are in this income bracket);
- continue to provide an award (£1,000, a reduction of £500 per annum) for students from household incomes between £25k - £35k (7% or c420 students are in this income bracket).

In 2018/19, OFFA-countable spend as a proportion of higher fee income, was projected to be 38% and there was confidence that the University's investment would be amongst the most generous in the Russell Group. The Committee approved the proposals set out in the paper for the University's 2015/16 Access Agreement and its submission to OFFA and the General Secretary of the Students' Union confirmed the students' support for the proposals.

- (7) That during the period, the Committee received the notes of the HR Sub-Committee meetings held on 1 April 2014 and 20 May 2014, the latter of which also included a report of the discussion of the mid-year Annual Performance Review held at that meeting. At its meeting on 6 May 2014, the Committee received updates on various HR issues including the national pay situation and discussions with regard to changes to Statutes, Ordinances and HR-related policies and procedures. The Committee was informed that the views of academic staff were being sought on possible changes to current academic titles, and that external recruitment campaigns were underway to recruit a Vice-President and Dean for the Faculty of Engineering and Physical Sciences and to appoint an Associate Vice-President for Public Affairs.
- (8) That at its meeting on 10 June 2014, the Committee considered the draft new Policy on Outside Work and Consulting and agreed to recommend it to Finance Committee and the Board of Governors for approval. The Committee also approved the revised Dignity at Work and Study Policy and Dignity at Work and Study Procedure for Staff (see Appendix II) and approved the Policy and Procedure on Probationary Arrangements for Support Staff (see Appendix III).
- (9) That during the period of this report, the Committee received the Minutes of the Capital Planning Sub-Committee meetings held on 11 March 2014 and 29 April 2014. At its meeting on 6 May 2014, the Committee approved the Construction Procurement Strategy for Masterplan Projects and the disposal of the Jodrell Bank Cottages to fund the new residential accommodation at Jodrell Bank Observatory.
- (10) That at its meeting on 10 June 2014, the Committee received the Minutes of the Risk and Emergency Management Group meeting held on 28 April 2014. The Committee's attention was drawn in particular to a health and safety issue which was being monitored by the University Safety, Health and Environment Committee, and also to The University of Manchester Prevent Workplan. At its meeting on 6 May 2014 the Committee also received the Minutes of the meeting of the Research Compliance Committee held on 3 April 2014.
- (11) That at its meeting on 10 June 2014, the Committee received the Minutes of the Information Systems Sub-Committee meeting held on 29 April 2014.
- (12) That at its meeting on 6 May 2014, the Committee agreed the actions to address the issues identified in the UNIAC review on Registers of Interest and to improve completion

rates across the University and recommended them to Audit Committee for approval. At its meeting on 10 June 2014, the Committee considered the draft Ethics Framework, which had been amended following earlier consideration by the Committee in April, and agreed to recommend the draft Ethics Framework to the Board of Governors for approval.

Resolved: The Board of Governors approved the changes to the Key Performance Indicators proposed by PRC (Appendix 5)

13. Retiring Board Members

Noted: On behalf of the Board of Governors, the Chair expressed his sincere thanks to the lay members Mr Neville Richardson and Mr Afzal Khan, MEP, and the staff representatives Professor Andrew Gibson, and Professor Pamela Vallely, who were due to stand down from the Board on 31 August 2014. For each of the retiring members, the Chair provided an outline of the contribution they had made across the Board's range of activities and recognised the input each had made at Board meetings and in serving on committees and, in respect of Mr Richardson, in chairing the Board's Finance committee. An event to mark their service to the Board, and that provided by Ms Grace Shelton, as the Student Union's representative over 2013-14, would take place immediately after the Board meeting in the Manchester Museum.

Close.

(a) Appointment to the Board of Governors in Category 2

Mr Edward Astle

Until July 2013, Edward was Pro Rector (Enterprise) at Imperial College London where he oversaw the university's relationships with industry, and leads business development opportunities in the UK and internationally. Edward was an Executive Director of National Grid plc from 2001 to 2008, a Managing Director at the BICC Group from 1997 to 1999 and an Executive and Regional Director at Cable & Wireless plc from 1989 to 1997. Previously he held senior business strategy positions in the UK and France. He is a member of the BT Equality of Access Board and a Trustee of the Shannon Trust.

(a) Re-appointments to the General Assembly in Category 9**Mr Tony Aggarwal**

At the age of 24, Tony set up his own business in the design, production and distribution of Clothing. He later undertook an MBA from Manchester Business School, focusing on strategic marketing and finance, with an emphasis on the impact of globalisation, and later joined US based Eaton Corporation, to become a Business Development Manager, responsible for strategic planning, marketing and strategic alliances across Europe and Asia.

After Eaton, Tony joined a Manchester based consultancy, as Senior Consultant, rising to the position of Team Leader of the International Trade Team.

Tony then set up Kinetic Cubed, in partnership with other colleagues, to provide international business and economic development expertise to investment promotion agencies.

Mr Andrew Watson

Andrew Watson is a successful Director with considerable breadth of experience including leading large business units with full profit and loss accountability; leading transformational change projects and leading Sales and Customer Service operations gained in a variety of financial services organisations. He has worked in the insurance sectors for both HSBC and UKI Partnerships.

(b) New appointment to the General Assembly in Category 9**Ms Margaret McLay**

Margaret's role as Director of the Consortium at Huddersfield involved managing the largest consortium in England offering teaching qualifications for further, adult and higher education to some 2500 students annually.

Margaret has extensive experience on boards and committees both as ordinary member as chair. She was an Elected Member of Stockport Metropolitan Borough Council between 1998 and 2011. Margaret has been a governor of various local primary schools since 1987 and was the local Authority Representative Governor at Cheadle and Marple Sixth Form College. She is currently governor of Bredbury Green Primary.

(a) Re-appointments to the General Assembly in Category 10**Mr Nick Bent**

Nick's professional career has been split between working at a senior level in politics and government and working in the business community as a consultant on corporate responsibility and public affairs. He has worked at or with leading think tanks such as Policy Network and Demos and for a number of senior Labour politicians. Nick spent 4 years as a Special Adviser to the Secretary of State at the Department for Culture Media and Sport. In business, most of Nick's work has involved helping blue chip companies and public bodies to develop robust strategies for corporate responsibility and external affairs, including political engagement. He worked with both Manchester City Council and GMPTe, including on the Transport Innovation Fund proposals during 2008.

Nick has co-created and co-directed a new education charity in the city, The Tutor Trust. The Tutor Trust is a registered charity and its core aim is to democratise tuition - making top quality tutors available to children in the city who need some extra academic support in order to achieve their potential but whose parents would not be able to afford a private tutor.

Mr Steve Connor

Steve is founder and CEO of Creative Concern, launched in Manchester in 2002, they are one of the UK's first and leading agencies dedicated to 'communications for a sustainable future'. The agency produces brand strategies, design, film, media relations and integrated campaigns.

Steve has two decades of experience in branding, media relations and strategic communications with particular strengths in working with the public sector, regeneration, ethical campaigns, sustainable development and environmental issues.

Previously Steve worked as a freelance journalist and strategic communications consultant; Communications Director for Sustainability Northwest, a sustainable development think-tank for England's Northwest (three years); and Campaigns Director for the Vegetarian Society of the UK

(b) Appointment to the General Assembly in Category 10**Mr David Watson**

David Watson is currently the Executive Headteacher of Chorlton Park Primary and Old Moat Primary Schools in Manchester. David is a National Leader of Education and has contributed to the 2012 fellowship report into the role of governance within schools. As part of this report, David visited Singapore and describes this visit, along with the fellowship process, as the most effective CPD he has received which forms the basis for the vision of the teaching school bid and the strategic direction of the federation.

David graduated from Birmingham University in 1988 with a Bed degree. Prior to this, he was an international high jumper and achieved the national junior champion title in 1982. David grew up in Dudley in the West Midlands and was one of 7 children who were encouraged by their parents to value education.

Chorlton Park is a national support school and the first school in the Manchester LEA to be designated as a national teaching school. Chorlton Park achieved its second outstanding judgment from Ofsted in July 2013; no mean feat under the new tougher inspection process.

Chorlton Park has a national reputation for the quality of their curriculum, quality of teaching and the role of ICT within that curriculum.

David has served on the national steering group of the SSAT, Manchester lead head teacher steering group and is currently a member of the Manchester Schools Alliance.

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, Secretary and Chief Operating Officer 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, Secretary, and Chief Operating Officer 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 an online ballot (accommodating postal votes for those request them) , to take place over a suitable time frame, agreed by the Officers of the Association . 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, Secretary and Chief Operating Officer.

Key Performance Indicators and Targets:
changes to measures in KPIs 4, 8 and 12

KPI 4: IP commercialisation: a weighted portfolio of measures monitoring invention disclosures, licences, spin outs and other IP commercialisation activities, ensuring that the UMI³ group is also a value for money operation.

The portfolio of measures currently includes both UMIP and UMIC measures. PRC agreed to recommend that the portfolio should focus on the UMIP measures only, as these are considered the most appropriate measures of performance. The measures will therefore be as follows:

- Break-even on the income to the University of Manchester and the management fee paid to UMI3 by the University (weighting 60%).
- UMIP measures, each of which to be weighted 10% (cumulative 3 year targets 2012-2015 are unchanged)
 - Invention disclosures (1,232)
 - Combining the targets for POP projects funded and IP Grants and translational awards to the University of Manchester (170)
 - Licences and partnerships signed (221)
 - Spinouts formed with University of Manchester ownership/royalty secured (19).

KPI 8: Social responsibility: a weighted portfolio of measures to monitor progress against the social responsibility agenda, including equality and diversity profile, engagement with communities (especially those that are disadvantaged), sustainability, and economic and social impact.

With the re-launch of the Social Responsibility strategy, the portfolio of measures being used to assess progress against this Core Goal has been reviewed and some changes made. The measures will therefore be as follows:

1. Research with impact

Measure: a) progress reports on Signature Programme (i) Addressing Inequalities
 b) further examples of our most significant research that contributes to society
2. Socially Responsible Graduates - to equip our graduates to address some of the most profound ethical and social challenges of the 21st century.

Measure: a) student volunteers
 b) text on Signature Programme (ii) Ethical Grand Challenges Programme
3. Engaging our Communities - to harness our knowledge, resources and cultural institutions for the benefit of our communities, particularly those from less advantaged groups.

Measure: a) to maintain visitor numbers to all our cultural assets and to increase interaction with disadvantaged groups
 b) Manchester Access Programme - number of entrants
 c) number of School Governors
 d) text on Signature Programme (iii) Cultural Access Programme on primary schools
4. Responsible Processes, including equality and diversity - our processes and policies aim to balance efficiency with opportunities to create social, economic and environmental benefit, in particular by increasing staff equality and diversity.

Measure: a) annual increase in the proportion of women who are senior lecturers, readers and professors across all faculties until they are representative of the pool of female staff at lecturer level;

- b) increase in the proportion of ethnic minority staff at Grade 6 and above in the professional support services until they are representative of the ethnic minority profile of the national population; and
- c) an annual increase in the proportion of BME staff who are senior lecturers, readers and Professors across all Faculties until they are representative of the pool of BME staff at lecturer level.
- d) The Works – target 750 new people in employment over two years 2013/14 and 2014/15. Also text on signature Programme (v) The Works

5. Environmental Sustainability

At its meeting on 6 May 2014, the Committee agreed that whilst externally there was an obligation to measure absolute carbon emissions for HEFCE, the internal measure for environmental sustainability would be as follows.

Measure: to reduce the carbon footprint of a) carbon emissions from gas and electricity consumption and University owned vehicles by 40% by 2020 from a baseline year of 2007/08 and normalised for any change in overall footprint and b) carbon emissions from procurement, travel, waste and water by at least the target set by HEFCE against a baseline year of 2012/13 by 2020. Also measured by text on Signature Programme (vi) Staff steps to sustainability programme

KPI 12: Reputation: a weighted portfolio of measures, including reputation surveys, independent polling, media coverage and league tables.

One of the portfolio of measures is a target for the University's average position in a number of national newspaper league tables. Currently the target is set at 20 though achievement of both the targets in NSS and DLHE should significantly improve our position to around the top 10. The target for position in newspaper league tables will therefore increase from 'top 20' to 'top 10'.