

The University of Manchester

BOARD OF GOVERNORS

Wednesday, 19 May 2021 (meeting held via video conference)

Present: Mr Edward Astle (in the Chair), President and Vice-Chancellor, Mrs Ann Barnes (Deputy Chair), Mr Nana Agyeman, Prof Claire Alexander, Mr Gary Buxton, Mr Michael Crick, Prof Danielle George, Mr Colin Gillespie, Dr Reinmar Hager, Mr Nick Hillman, Ms Caroline Johnstone, Prof Steve Jones, Dr Neil McArthur, Mr Robin Phillips, Mr Richard Solomons, Mr Andrew Spinoza, Dr Delia Vazquez, Dr Jim Warwicker, Mrs Alice Webb, and Ms Ros Webster (21)

Apologies: Mr Kwame Kwarteng (General Secretary of UMSU) and Mrs Bridget Lea.

In attendance: The Registrar, Secretary and Chief Operating Officer (RSCOO), the Deputy President and Deputy Vice-Chancellor, the Vice-President and Dean of Faculty for Humanities, the Deputy Director of Finance, the Director of Estates and Facilities (item 6), Mr Stephen Dauncey (advisor to ID Manchester project, item 6), Ms Kuljeet Gill (Eversheds Sutherland, item 6), Mr Gwyn Llewellyn (KPMG, item 6), Mr Adam White (CBRE, item 6), Ms Tracey Tarbatt (Senior Estates Surveyor, item 6), the Director of Human Resources (item 7), the Director of Communications and Marketing (item 8), the Director of Communications designate (item 8), the Vice-President for Teaching, Learning and Students (item 9), the Director for the Student Experience (item 9), Ms Jo Hicks (Teaching and Learning Manager, item 9), Mr David Horan (University Solicitor, item 9), the Chief Executive Office of UMSU (item 11) and the Deputy Secretary.

1. Declarations of Interest

Reported:

(1) In relation to item 6, Robin Phillips advised that his employer Siemens was a client of and supplier to Bruntwood.

(2) In relation to item 7, Senate and staff members of the Board and University officers in attendance for that item were members of the Universities Superannuation Scheme (USS).

2. Minutes

Agreed: the minutes of the meetings held on 24 March and 4 May 2021 as a correct record, along with the notes of the Accountability Review meeting held on 23 March 2021.

3. Matters arising from the minutes

Received: an updated report on ongoing issues that had been raised at previous meetings.

Agreed: that matters arising from the Accountability Review meeting held on 23 March 2021 be integrated into the matters arising schedule.

Action: Deputy Secretary

4. President and Vice-Chancellor's report and update on campus reopening

Received: the report from the President and Vice-Chancellor.

Reported:

(1) The latest step of the roadmap out of lockdown had enabled all remaining students to return to campus from 17 May. This enabled delivery of in-person teaching, albeit the University was now entering a period of assessment.

(2) Attrition rates for undergraduates remained lower than at the corresponding time in the previous year, whilst postgraduate taught rates were slightly higher.

(3) Applications were higher than at the corresponding time in the previous year. Home applications (now excluding EU) had increased by 6%, with international applications up by 39% (now including EU). Applications from China were up 23%, India up 44% and USA up 83%, the latter from a low base).

(4) As part of a Russell Group meeting, the President and Vice-Chancellor had met with Tom Tugendhat, Chair of the Foreign Affairs Committee and the China Research Group to discuss links with China.

(5) The President and Vice-Chancellor had also attended a meeting of the All-Party Parliamentary University Group with the Minister for Universities, Michelle Donelan. Amongst other matters, the meeting had considered the Freedom of Speech bill and press reports that the government was intending to implement the recommendation of the Augar Report (i.e reduction in UK undergraduate tuition fees to £7,500, with possible top-up for science and engineering degrees): this had been rebutted by the Minister who advised that no decision had been reached and the story had no basis.

(6) The latest sector pay offer (1.5% pay increase with higher percentage uplifts to be made to lower points on the salary scale, up to a maximum of 3.6%) had been rejected by UCU. The offer was significantly above inflation and additionally, 53.9% of staff covered by negotiations were eligible for additional incremental progression pay increases (this would take the overall pay uplift to 3.5%).

(7) The University has recently announced the appointment of a new [Director of Equality, Diversity and Inclusion](#) and a new [Director of Communications](#).

(8) Likely government initiatives to encourage regional innovation, growth and productivity.

(9) The University had achieved the position of best in the world on sustainable development as measured by the Times Higher Impact Rankings.

(10) The five Greater Manchester universities were working with the Greater Manchester Combined Authority on the development of a joint Civic University Agreement.

(11) Appended to the report, a brief report setting out the outcome of the Knowledge Exchange Framework (KEF), Research England's new metric for assessment of performance in knowledge exchange. The University's overall performance exceeded almost all of its comparators.

Noted: (in response to questions)

(1) There were no current plans to make significant change to the balance between home and international students. The impact of demographic changes would result in a bigger pool of home students and therefore an increase in international student numbers was unlikely to impact significantly on the ratio of home to international students.

(2) There had been some recent negative coverage in the press of retention of blended learning in the sector in the next academic year. At its most recent meeting, Senate had approved an approach which, building on experience of the past year, moved towards adoption of blended learning as a default model of delivery. Whilst approach would vary between disciplines, the intention was to retain face to face delivery for more interactive sessions (e.g. small group teaching, tutorials etc) with non-interactive activities taking place on line: generally, Senate had supported recommendations moving towards increased flexibility and more agile ways of working.

(3) The Greater Manchester Civic Universities Agreement referred to above was nearing conclusion and would set out shared priorities and actions across a range of areas showing how universities can support Greater Manchester to build back better. As part of the work, an independent poll of Greater

Manchester residents showed that universities were seen as essential to the success of the city-region (e.g. 73% of respondents think that universities are important to the local economy, 79% think they are important to making the region a better place to live and 71% say they are proud of the role universities play in the city and region). The Board reiterated its interest in a future briefing on the University's place in and links to the city-region, potentially involving relevant external stakeholders.

Action: Deputy Secretary

(4) The KEF would drive future allocation of the Higher Education Innovation Fund (HEIF) once the current evaluation of HEIF was completed.

(5) The Freedom of Speech Bill in the recent Queen's Speech had received significant press coverage. A recent Senate briefing had considered this matter, including an analysis of current University practice against the proposals that had been outlined in the White Paper which preceded the Bill. The Board noted that universities already had a complex set of legal obligations to protect freedom of speech and it was important to ensure that the Bill was proportionate and did not have unintended consequences. The Board noted further the potential for shaping and amendment of the Bill through its Parliamentary journey.

5. Health, Safety and Wellbeing report (Q2)

Received: the Quarter Two Health, Safety and Wellbeing report, including:

- (1) A summary of significant issues relating to health, safety and well-being (including any remedial actions taken and wider learning for other areas of the University)
- (2) Key metrics (or simple measures e.g. number of accidents) and selected performance indicators; showing the trend in performance, compared to the previous year, if known
- (3) Progress against key initiatives in the Health, Safety and Wellbeing work-plan for the academic year 2020-21.

Noted (in response to questions):

(1) Internal data collection, verification and governance processes drove the timetable for submission of reports to the Board (noting that the Q2 report ended on 31 January 2021), but there would be further analysis to assess if it was feasible to accelerate this. **Action: RSCOO**

(2) Accidents per thousand staff were now shown and it would be helpful for this to give an indication of severity and trends over time: the Board was advised that Root Cause Analysis was carried out for the most serious incidents and would be reported to the Board where appropriate. **Action: RSCOO**

(3) Whilst it was not possible to provide specific information about the reasons for students accessing support resources, it was possible to report on categories of severity of presenting problems which would be a useful metric and help to gauge whether student demand for wellbeing support was being met. Whilst overall waiting times for support had reduced, there were some delays in accessing NHS support in the most complex cases. **Action: RSCOO**

(4) The report included reference to significant safeguarding cases and the University was paying close attention to trends in this area. There has been investment in increased staff resource in this area and OfS had recently asked that the governing body routinely be given information on the provider's approach to harassment and sexual misconduct (a report on this was being submitted to the next Senate meeting in June and then to the Board meeting in July). A rise in reported cases could potentially be a positive indicator (i.e. increased confidence and preparedness to report matters to the University).

6. ID Manchester Tender Outcome

Received: a report providing details of the strategic rationale for the Innovation District (ID) Manchester project: the tender outcome and business case: the proposed establishment of a Joint Venture: the benefits of the project: and the next steps

Reported:

- (1) The high level project structure for ID Manchester indicating roles.
- (2) The overall tender outcome indicating that Bruntwood SciTech (BST) was clearly the recommended preferred bidder. BST was a 50:50 Joint Venture between Bruntwood Limited and Legal and General Capital Investments Limited and was widely regarded as the leading property provider dedicated to driving growth of the science and technology sector.



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- (6) Non-financial benefits included the ability to collaborate with firms to develop new products and services and improve productivity: commercialization of intellectual property through licensing and spin-out formation; and the flow of ideas through recruitment of the students the University educates and trains.
- (7) ID Manchester would also enhance the University's ability to deliver against its social responsibility agenda, provide new opportunities for cultural and public engagement and support the delivery of environmental sustainability and net zero carbon targets for both the University and the city.
- (8) ID Manchester will make a very significant contribution to delivering key local and national strategic objectives, including the "levelling-up" agenda. It will be a key priority for Manchester City Council's post-Covid economic recovery plan and was of strategic importance in the development of the 2019 Greater Manchester Local Industrial Strategy and the 2020 Greater Manchester Economic Vision. It will also be a key project that is progressed through the recently launched Innovation Greater Manchester Partnership.
- (9) The report set out key risks and mitigations (e.g. against risks of ID Manchester taking longer to deliver than planned and additional costs impacting on total returns, and a failure to maximise links between the University and business/commercial partners adversely impacting the Vision for the development).
- (10) The long term vision was for ID Manchester to be globally recognized as a case study in the development of an innovation district making the biggest economic, social and environmental impact, driven by a dynamic mix of businesses of different types and sizes supporting job opportunities and retention of more graduates in the city and being a major economic hub for the city-region, with a reach extending far beyond the UK.
- (11) Subject to Board approval, bidders would be notified of the tender outcome later on 19th May: the required standstill period would end on 1st June with a press announcement on either 2nd or 3rd June. Post tender clarification with the winning bidder would then follow, enabling contract close by July and the formation of the Joint Venture.
- (12) Joint meetings of the North Campus Working Group and Finance Committee and of Finance Committee alone on 10 May had thoroughly scrutinized proposals, including future governance. Finance Committee had recommended the appointment of BST.

Noted:

- (1) ID Manchester meant that the University was well placed to take advantage of government initiatives to encourage regional innovation, growth and productivity as outlined on the report from the President and Vice-Chancellor.

(2) The Masterplan was inherently flexible and forward looking enabling a dynamic approach in relation to the type of occupation of ID Manchester and mitigating ebbs and flows in the property market. Planned types of occupation would be mutually supportive.

(3) The bidder selection process had been extremely rigorous, providing a clear audit trail of decisions throughout the process, including management of any potential conflicts of interest.

(4) Benefits to staff will continue to be communicated to students and staff to ensure their full engagement.

Agreed:

(1) The governance and management arrangements for the proposed Joint Venture as outlined in the report.

(2) That the University forms a Joint Venture with the preferred bidder to deliver ID Manchester subject to:

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7. Universities Superannuation Scheme (USS): UUK consultation

Received:

(1) A report providing a summary of the consultation with employers on the next steps in the 2020 valuation of USS, the University's response to the UUK consultation and the results of the staff survey. The consultation sought views and direction from employers on key questions, and in particular: covenant support measures: contributions: future benefit structures: addressing the high opt-out rate and potential new flexible approaches: future governance: and the UUK's proposed alternative approach.

(2) Before the meeting, as part of a strategic briefing, a presentation from Paul Hamilton from Barnett Waddingham on the background to the valuation and recent trends, trustee proposals and UUK alternative proposals.

Reported:

(1) The University's response to the UUK consultation was based on the following key elements and principles:

- Recognition of the importance of pensions to colleagues across the University
- Commitment to maintenance of USS and provision of future high quality benefits
- The need for a sustainable and affordable solution
- A desire to offer staff a flexible approach to making savings for retirement
- Concern for employees in relation to affordability and the proportion of members opting out of the scheme
- A willingness to provide additional covenant support in order to achieve an acceptable outcome

(2) The University's response confirmed support for measures to enhance the covenant, including a twenty year moratorium on leaving the scheme, retention of the current contribution rate, debt monitoring and pari-passu security on any new secured borrowing (with the strong proviso that this does not disturb in any way existing financial arrangements and noting that the University had no current secured borrowing).

(3) In relation to benefits, the University's response indicated support for benefit reform while maintaining a hybrid Defined Benefit/Defined Contribution (DB/DC) Scheme, and support for flexibilities in benefits and contributions to enable all employees to participate. The response also indicated support both for a post valuation review of governance of the scheme.

Noted:

(1) The comment that it was important for the Board to understand the perspective of UCU on this issue. Whilst the greater flexibility in the UUK proposals were welcome, there was concern that this might be a precursor to the longer term break-up of the scheme. Staff wanted a reliable, sustainable scheme and there were concerns about the current management of the scheme.

(2) The University's response would reiterate that support for alternative benefit structures was on the basis of continuation of a hybrid DB/DC scheme (NB Secretary's note: the UCU response to the consultation was circulated to the Board on 21 May 2021).

(3) General recognition that whilst the UUK alternative proposal was not optimal in all respects it represented a pragmatic approach enabling an affordable solution to the current position.

Agreed: to approve the submission of the University's response to the UUK consultation on USS, subject to minor drafting revisions and review by the Chair and the Chair of Finance Committee (NB: Secretary's note: the final response was circulated to the Board on 21 May 2021).

8. Communications Update

Received: a report setting out the progress of a wide-ranging and detailed review of communications across the University.

Reported:

(1) Recent developments included more extensive on-call arrangements enabling enhanced monitoring of and response to communications and reputational issues out of hours, structural change, including the appointment of a new Director of Communications, the development of both a new Corporate Communications and Reputations Strategy and a Student Communications and Engagement Strategic Framework.

Noted:

(1) The more proactive and speedy response to developments on social media had been noted by members and was welcome: the current out of hours rota was supported for 9am to 9pm but issues requiring action were followed up outside these hours and the University Emergency Incident Manager rota was a further supportive potential resource.

(2) The Corporate Communications and Reputation Strategy and the Student Communications and Engagement Strategic Framework would be sent to members for information.

Action: Director of Communications and Marketing

(3) The continued importance of effective staff and student engagement, which would be a key focus of the Head of Internal Communications, a vacant post which would now be recruited to as the Director of Communications had been appointed.

(4) Whilst academic freedom and the ability to express opinion freely were key principles enshrined in the University's governance framework, this did not extend to misinformation: there was a need to develop guidance to establish the boundaries of acceptable behavior, so that further action could be taken where appropriate.

(5) In the context of an increasingly hostile external environment, the importance across the sector of a positive communications narrative.

9. Office for Students Regulatory Compliance Response (Condition C1)

Received: a report reviewing the University's compliance with consumer law during the pandemic, as required by the Office for Students (OfS), focusing in particular on whether students had received the teaching and assessment they were promised and might reasonably have expected to receive based on the information provided to them. The report followed an interim report to the meeting of the Board on 24 March 2021 and a background legal note was available in the Diligent Reading Room.

Reported:

(1) The report set out the extent of the work undertaken to provide assurance, with 842 programmes in scope and also outlined the Manchester specific context operating context over the course of the pandemic: very few other universities had operated under such a sustained set of local and national restrictions over the past year.

(2) Uniac had provided separate independent assurance, which would be reported to Audit and Risk Committee which commended communications and engagement with students. This confirmed satisfaction that the University had maintained good compliance with Competition and Markets Authority (CMA) requirements and OfS guidance.

(3) The report outlined University audit of practice of communications with students, delivery of teaching and assessment and approaches to mitigation in relation to clinical programmes, placements and field work.

(4) As well as outlining some opportunities for enhancement, the report contained significant examples of good practice across the institution.

Noted:

(1) OfS had previously advised that it had received a small number of notifications relating to quality of provision and teaching time throughout the pandemic (OfS had not shared details of specific concerns) The University had received a relatively limited number of complaints relating to the impact of the pandemic and a very small number had made their way to the Office of the Independent Adjudicator (OIA). Unlike some institutions, the University had not been notified of litigation or class action, which was testament to the strength of relevant terms and conditions which enabled reasonable and proportionate changes enabling students to achieve Independent Learning Outcomes (ILOs).

(2) The comment that more could be done to facilitate student understanding of ILOs, for example at induction.

(3) There were some very impressive examples of good practice worthy of wider dissemination.

(4) The report was very helpful in providing further assurance to the Board in relation to maintenance of quality of academic standards and the student experience.

Agreed: Having considered the report and related evidence and significant ongoing work to ensure compliance, that there were no material risks to the University's compliance with OfS Registration Condition C1.

10. Fallowfield Fences Inquiry: final report from Task and Finish Group

Received: a final report on implementation of actions arising from the inquiry into the erection of fencing at the Fallowfield Halls of Residence on 5 November 2020, following earlier interim reports to the Board at meetings on 20 January and 24 March 2021

Reported:

(1) The report focused on three principal areas:

i) actions to improve communications and engagement with students (including the Student Communications and Engagement Framework referred to above and the establishment of a Student Perspectives Group):

ii) addressing aspects of planning and project activity across Professional Services (a coaching/workshop approach had been taken with external support): and

iii) incorporating into the terms of reference of the Covid-19 Campus Management Group relevant provisions relating to student residences (this had been concluded by February 2021).

Noted:

(1) The report and action plan were internally focused and there had been no decision about any further public dissemination of the outcomes of the review.

(2) Effective alignment and coordination of communications activity, with communications professionals actively engaged from the outset, would be a key aspect of managing any future incident of this nature.

(3) Examples of clear and effective communications with students could be usefully appended to the report.

(4) The comment from one member that the language used in the report was opaque, making it difficult to understand key actions agreed. The Board was advised that the report and action plan had been shared with relevant colleagues who were all clear about action required of them.

Agreed: to endorse the report as approved by Planning and Resources Committee, noting that a substantive review of actions would be completed after a year to assess the extent to which changes had been embedded.

Action: RSCOO

11. Annual Report from the Students' Union

Received: the annual report of the Students' Union, provided to the Board in order to exercise its duties as the responsible body under Section 22 of the Education Act, 1994 (the Students' Union Strategic Plan 2016-2020 had been circulated previously to Board members).

Reported:

(1) 2020-21 had been a year of unprecedented challenge for the Students' Union and activities, programmes and services had been re-oriented in an effort to ensure optimal support for students in a very difficult year.

(2) The Students' Union had worked in close partnership with the University to ensure clear focus on student support. The report acknowledged that the University had consistently exceeded the level of support offered at most institutions and, whilst there had been some well publicized difficulties, the Students' Union was confident that decision making throughout the pandemic had involved students and been student focused.

(3) Work on development of the Union's long-term strategy had paused and would resume in the autumn: in the interim, the Union Board had agreed overarching interim objectives to complement the existing strategy, including continuing and strengthening its advocacy role for and on behalf of students: providing a sense of community for students: ensuring the Union undertakes responsible financial stewardship practices: and taking the opportunity to deal with long-standing infrastructure challenges.

(4) The report included reference to the referendum on the no confidence motion in the President and Vice-Chancellor and senior team called because of a petition which reached the required threshold of 500 signatures. The Students' Union response to the referendum outcome was appended to the report for information.

Noted:

(1) The long standing pension deficit resulting from a new defunct scheme impacted on the Union's financial position and ability to invest in services and was a significant financial challenge.

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(2) The Students' Union Executive had experienced a year of unprecedented demand and pressure and at all times had tried to represent the diverse views of the student body.

(3) The call for the referendum and other actions taken by student campaigners was a reflection of general dissatisfaction about the impact of the past year on the student experience and the perception of both lack of support from central government and general failure to understand the extent of student dissatisfaction. Similar expressions of dissatisfaction had taken place at other institutions although Manchester was amongst the most marked and highest profile.

(4) The dissatisfaction referred to above had at times manifested itself in unacceptable behavior towards the Students' Union Executive from some of those involved in student activism,

particularly on social media platforms.

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Agreed: to approve the report, noting the enormous efforts made by the Students' Union to support students in an exceptionally difficult year.

12. Chair's Report

Received: a report from the Chair setting out the draft agenda for the Board Strategy Meeting on 5 July 2021.

Noted:

- (1) The comment that it would be helpful to articulate at the beginning of the agenda intended outcomes (ie, what would success like like?)
- (2) Further comments on the draft agenda were welcome and should be submitted to the Deputy Secretary.
- (3) The focus of the session was largely internal, although there was potential for external stakeholder input at the forthcoming scheduled Board briefing on civic engagement: student perspective would be provided by the student Board members.
- (4) Individual self-evaluation meetings for Board members with the Chair had now been arranged and an optional questionnaire was available on Diligent to support this process.

13. Secretary's Report

i) OfS Update

Noted: the update on matters relating to the OfS.

ii) Exercise of Delegations

Reported: the award of Emeritus Professorships, use of Seal Orders and granting of Power of Attorney as outlined in the report.

14. University-Union Relations Committee (6 May 2021)

Received: a report from the meeting of the University-Union Relations Committee (UURC) held on 6 May 2021.

15. Planning and Resources Committee (2 March and 13 April 2021)

Received: a report from the meetings of Planning and Resources Committee held on the above dates: the 2019-20 Access and Participation Plan Monitoring Return, as approved by the Committee, was appended to the report.

16. Board Committee reports

(i) Finance Committee (21 April and 10 May 2021)

Received: a report from the meetings held on the above dates.

Reported:

(1) Based on February 2021 arrangement accounts and forecasts, the University was forecast to be nearer break even or make a small surplus after depreciation and before capital income (compared to a budgeted loss of £73 million). The Committee had agreed that it should support and challenge the Executive and the Chief Financial Officer to address apparent over prudence in budget-setting and forecasting as this had potential implications for the University strategic decision-making.

(2) The Committee approved in principle a finance systems and business improvement project to be implemented over the period to August 2022. The likely costs of implementation will be £13m with direct efficiency gains in the region of £1m per annum, as well as provision of higher quality and readily available information for the University management team to use in decision making.

Noted:

(1) Suggested amendments to the Socially Responsible Investment Policy were on the basis of advice and in keeping with the University position of reflecting government stance and definition.

(2) The Committee's recommendations in relation to ID Manchester had been approved earlier in the meeting (see item 6 above).

Agreed:

(1) To approve approve a change to the definition of controversial weapons within the Socially Responsible Investment Policy (namely, nuclear weapons to be removed from the definition of controversial weapons).

(2) To approve the revised terms of reference for Finance Committee, noting that Halpin may also make further comment in the course of its review of governance effectiveness and that Audit and Risk Committee would assess any consequent and related impact of these changes on its own terms of reference.

ii) Staffing Committee (21 April and 11 May 2021)

Received: a report from the meetings of Staffing Committee held on the above dates.

Reported: In relation to the Library Reshaping Project whilst the Committee's remit formally extended to roles at Grade 6 and above, it was possible that Compulsory Redundancy might have to be considered for staff on lower grades, given lack of viable alternatives: every effort would be made to mitigate this.

Agreed:

On the Committee's recommendation:

(1) that the University proceeds with the process outlined in the Contracts Procedure to deal with those staff considered to be at risk on open-ended contracts linked to finite funding for the period from 1 January 2022 to 30 June 2022, and note that the University will continue to take steps to avoid the need for redundancy wherever this is possible;

(2) that the University enters into consultation with the campus trade unions about the proposals relating to the Technical and Experimental Services in the Faculty of Science and Engineering to reduce posts by six from an “at risk” pool of 30 posts, create 18 new posts resulting in a net increase of 12 posts and, subject to consultation, should progress with its proposals for voluntary severance;

(3) that the University enters into consultation with the campus trade unions on the proposal to close the Manchester Institute of Biotechnology (MIB) Protein Expression Facility with a reduction of three posts and subject to consultation, should progress with its proposals for voluntary severance;

(4) to note that in relation to proposals relating to Technical and Experimental Services and the MIB Protein Expression Facility, that the University will continue to take steps to avoid the need for redundancy wherever this is possible, and in particular supports the use of the University’s Voluntary Severance Scheme in the affected areas; and that Staffing Committee will continue to oversee these proposals in accordance with Part II of Ordinance XXIII;

(5) that the University enters into consultation with the campus trade unions about the proposals outlined relating to the IT Services Reshaping Project and, subject to consultation, should progress with its proposals for voluntary severance, and note that the University will continue to take steps to avoid the need for redundancy wherever this is possible and, in particular, to support the use of the University’s Voluntary Severance Scheme in the affected areas, and that Staffing Committee will continue to oversee this proposal in accordance with Part II of Ordinance XXIII;

(iii) Remuneration Committee (21 April 2021)

Received: the report from the meeting of Remuneration Committee held on 21 April 2021.

Reported:

(1) The report had been in two parts, the first part covering the salary review for the President and Vice-Chancellor and the second part covering other matters including the Gender Pay Gap report, pay market data, salary review for the direct reports to the President and Vice-Chancellor and succession planning in relation to the Senior Leadership Team (with further discussion on the latter taking place at a further meeting in June).

(2) As had been the case previously in recent years, the President and Vice-Chancellor had confirmed that she would not accept a salary increase.

(iv) Nominations Committee (19 May 2021)

Received: a report from the Nominations Committee meeting held earlier on 19 May 2021, supplemented by a verbal report from the Chair

Reported:

(1) The Committee had been updated on progress with lay member Board recruitment, including the vacancy reserved for a member of the Alumni Association.

(2) Good progress had been made on the reconstitution of General Assembly, with a significant number of prospective members identified by the Committee accepting the offer of a place, subject to formal ratification by the next meeting of General Assembly on 23 June. The report set out amendments to the relevant Ordinances which would be put to General Assembly for approval at its next meeting (these were a consequence on previous decisions to alter the composition of General Assembly).

(3) Proposed amendments to the Alumni Association Constitution had been approved by the Alumni Association Board.

Agreed:

- (1) To approve changes to the Alumni Association constitution as outlined in the report.
- (2) To reappoint Katherine Leonard for a three year term as Chair of the Alumni Association.
- (3) To approve the following appointments to the University of Manchester Superannuation Scheme Board:
 - i) Reappointment of Jon Ferns for a further three year term as Chair
 - ii) Appointment of Kristian McDermott as a University nominated Director for a three year term.

At this point, the Chair of the Board left the meeting and the Deputy Chair, Ann Barnes, took the Chair.

Reported: At the Board meeting on 24 March 2021, the Board invited any expressions of interest in the position of Chair of the Board by 12 April 2021, further noting the Committee's previous unanimous recommendation that the current Chair be appointed for a further year (a further one year term until August 2022 would mean that the current Chair had served the usual maximum permitted term of six years). No expressions of interest were received before the deadline of 12 April 2021.

Agreed: that the current Chair of the Board, Edward Astle, be reappointed for a further year, until 31 August 2022.

The Chair of the Board returned to the meeting and resumed the Chair.

(v) North Campus Working Group

Noted: a report of the meeting of the Group held on 24 March 2021. A briefing of the Group had taken place on 24 April 2021 after receipt of final tenders, a Board briefing was held on 4 May 2021 and a joint meeting of Finance Committee and the Working Group took place on 10 May 2021. Recommendations from those meetings had been approved under item 6 above.

17. Report from the Senate

Received: a report from the Senate meetings held on 11 March 2021 and 28 April 2021.

Reported:

- (1) Senate had received a briefing on Freedom of Speech and had approved a report on first steps towards flexible learning, as referred to earlier in the minutes (under item 4).
- (2) Matters raised by the General Secretary of the Students' Union at Senate was also referred to above (item 11 above).

Noted:

- (1) Comments from Senate members of the Board that increasingly discussion at Senate meetings was dominated by a relatively small number of Senate members and this was impacting adversely on staff perception of Senate.
- (2) It was important to encourage expression of a plurality of views at Senate: whilst there were procedural mechanisms to restrict the number and nature of contributions, cultural and behavioural change was required to enable this. Some Senate members had reported that they were reluctant to speak at Senate as they found the environment intimidating.
- (3) The Board's concerns about the above and its hope that the ongoing effectiveness review led by Halpin would suggest ways to address this.

18. Forward agenda for 2020-21

Received: the Board forward agenda for 2020-21.

19. Any other business

i) Future meeting arrangements

Noted:

(1) The Board Strategy meeting was scheduled for Monday 5 July and the next formal Board meeting for Wednesday 21 July.

(2) At this stage it was not possible to confirm whether it would be possible for these meetings to take place face to face: the situation would be reviewed on a regular basis, taking into government decisions on further easing of lockdown restrictions.