

The University of Manchester

BOARD OF GOVERNORS

Wednesday 20 July, 2022

Present: Mr Edward Astle (in the Chair), President and Vice-Chancellor, Mrs Ann Barnes (Deputy Chair), Prof Claire Alexander, Mr Gary Buxton, Ms Deirdre Evans, Prof Danielle George (by video conference), Mr Miguel Gonzalez-Valdes Tejero (by video conference), Dr Reinmar Hager, Mr Nick Hillman, Ms Caroline Johnstone, Dr Eric Lybeck (by video conference), Prof Paul Mativenga, Dr Neil McArthur, Mr Jatin Patel (by video conference), Mr Robin Phillips, Ms Melody Stephen, Ms Natasha Traynor (Associate Member), Dr Jim Warwick, and Ms Roz Webster (19 members).

Apologies: Ms Philippa Hird, Mr Raoul Shah, Mr Richard Solomons, Mrs Alice Webb

In attendance: The Registrar, Secretary and Chief Operating Officer (RSCOO), the Deputy President and Deputy Vice-Chancellor, the Deputy Director of Finance, the Director of Communications, Ms Samantha Bronheim (incoming Students Union, Union Affairs Officer), the Director of People and Organisational Development (item 10), the Director of Equality, Diversity and Inclusion (item 10), the Chief Executive of the Students Union (items 12 and 13) and the Deputy Secretary.

Before the business of the meeting was transacted, the Chair thanked all retiring members. To ensure the requirement for a lay majority was fulfilled, as and when required, the President and Vice-Chancellor and Professor Danielle George did not participate in the meeting when the Board made decisions.

1. Declarations of Interest

Reported: there were no new declarations of interest.

2. Minutes

Agreed:

i) the minutes of the meeting held on 22 May 2022

ii) the report from the Strategy Day 2022, subject to the addition of text confirming that equality, diversity and inclusion targets for staff and students be set out separately.

Action: Deputy Secretary

3. Matters arising from the minutes

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

4. President and Vice-Chancellor's report

Received: the report from the President and Vice-Chancellor, including the detailed appendix on National Student Survey results.

Reported:

(1) Following recent changes in government, meetings with newly appointed ministers were planned.

(2) The report updated members on the potential for industrial action, with ballots of relevant unions planned or pending.

(3) Action was underway to recruit a successor to the Vice-President and Dean of Faculty of Humanities as Prof Keith Brown was stepping down in July 2023. Prof Fiona Smyth was

currently Acting Dean and Vice-President for a short period as Prof Brown had stepped back from the role temporarily because of a period of ill health.

(4) National Student Survey (NSS) outcomes were very disappointing. Overall satisfaction was 71%, unchanged from 2021. There had been marginal relative improvement in performance compared to the sector and the Russell Group, but the University continued to be in the bottom quartile. Whilst there were some mitigating factors, the executive fully acknowledged this was not where the University wanted to be, with assessment and feedback a particular concern at 10% below the sector average.

(5) Unlike in 2021, further analysis had revealed difference in performance between faculties. Overall satisfaction rates in both the faculties of Humanities and Science and Engineering had improved by 3% to 74%, whilst in Biology, Medicine and Health (BMH) overall satisfaction had declined by 7%, to 65%.

(6) The decline in satisfaction in BMH mirrored the national picture, but in the University, satisfaction had declined more than average. In subjects such as Medicine, Nursing and Dentistry this reflected national difficulties with clinical experience related to the pandemic, including the shortage or absence of placement opportunities. Further close analysis of results was taking place: the Faculty was moving from Problem Based Learning to Teaching Based Learning and generally, institutions using the former received lower satisfaction ratings.

(7) Whilst satisfaction in some subject areas and across some themes had improved (for example, Learning Resources and Learning Opportunities) two themes, Assessment and Feedback and Student Voice, had the lowest levels of satisfaction, mirroring previous years' trends. Common negative comments focused on the impact of the pandemic and industrial action on learning time and availability of staff and there was also a common perception of slow feedback response teams and unfair or unclear marking criteria. In Medical Sciences concerns about Organisation and Management were a common theme.

(8) The Board would have the opportunity to reflect on a deeper dive into and analysis of the results at the October meeting. Some of the areas of under-performance had persisted over a number of years, so there was a need to reflect on the efficacy and embeddedness of previous mitigating actions and to consider what further action or different approaches might be needed to ensure consistent improvement, e.g. to the nature, frequency and format of assessment. In this context, there were some encouraging early signs from a pilot using formative assessment and speedier feedback in BMH: it was important that evolution of new developments reflected student input. This further review could help to unpack the complex impact of the pandemic on outcomes, noting that final year students completing the NSS in 2023 were those whose first year experience had been worst affected by Covid.

(9) A significant uplift in funding for the Manchester Biomedical Research Centre above the national average (announcement of this information was embargoed until September).

(10) Following the Research Excellence Framework outcomes, there would be a significant increase in Quality Research funding (c10-14%).

5. Performance Report

Received: the latest institutional performance report, based on scorecard metrics in the Board dashboard.

Noted:

(1) The potential to track performance against peer institutions for some indicators and to provide a one-page summary commentary to highlight key points.

(2) In relation to financial sustainability (section 2.4), it was suggested that the implications and impact on delivery of the strategic plan could be further unpacked (e.g. whilst the

indicator was green, some of the contributory factors to this-underspend on pay because of delays to recruitment and underspend on infrastructure-were not necessarily positive).

(3) Confirmation that the traffic light presentation was very helpful.

(4) Recognition that the new People and Organisational Development (OD) and Equality, Diversity and Inclusion (EDI) Strategies were likely to result in changes to relevant metrics (and in this context, there was comment about the potential to track pulse survey outcomes).

Action: Director of People and OD/Director of EDI

Agreed:

(1) To approve the change in definition for the Innovation metric based on THE Impact Ranking SDG9 position, given the instability of the current metric

(2) Where possible and relevant, future reports track performance against closest peers.

Action: Director of Planning/Head of Business Intelligence

6. Q3 Health, Safety and Wellbeing Report

Received: the latest quarterly Health, Safety and Wellbeing report

Noted:

(1) The timing of the quarterly report meant that it did not include reference to the subsequent decision to suspend the Staff Survey.

(2) The appendix to the report set out actions taken to ensure the Office for Nuclear Regulation Prohibition Notice (as previously reported to the Board) was lifted as quickly as possible. The Prohibition Notice had attracted minimal external coverage and was a result of procedural and process concerns.

(3) Updates on other external audit and review activity.

(4) In response to a question from a member, the University had robust and thorough assurance processes to assure health and safety compliance from contractors. Given the scale of activity on campus, the number of “near-miss” reports was reasonable, and willingness to disclose was an indication of a sound health and safety culture.

(5) The comment from a member that the current wellbeing metric of staff engagement with surveys be adjusted, so that it was more qualitative (ie reflecting the nature of responses to wellbeing questions in the survey) rather than simply measuring engagement with the survey.

(6) The comment from a member that the list of reasons for staff absence could be expanded to include the menopause.

Action: Head of Safety Services

7. 2022-23 Budget Approval

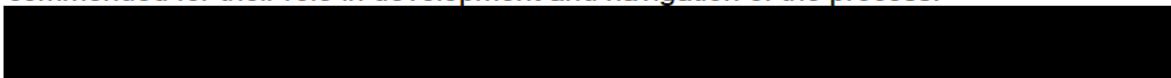
Received:

(1) The Annual Operating Budget

(2) The Capital Budget (including infrastructure investment)

Reported:

(1) Both budgets were recommended for approval by Finance Committee and were the result of iterative bottom-up consideration, review and challenge: the Finance Team was commended for their role in development and navigation of the process.





Redacted – restricted information

Noted:

(1) The University had a history of very prudent forecasting: there was recognition of the need to reflect on and where possible enhance the iterative processes of development to ensure forecasting was as realistic and accurate as possible. Given the uncertainties of the pandemic and its impact and aftermath, forecasting in recent years had been very cautious.

(2) In relation to the current uncertain external economic outlook, a line by line analytical approach to inflation had been taken against all items of expenditure (including pay, utilities etc).

(3) The importance of generating a healthy operating surplus to enable required investment in long term maintenance and other infrastructure priorities, including IT (noting scope to increase provision in the current draft plan) and this would be a matter for further Board consideration when the five-year plan was presented to the Board at its October 2022 meeting.

Agreed: to approve the Operating and Capital Budgets, noting that the five-year plan would be presented to the October 2022 meeting. **Action: Chief Financial Officer**

8. Operational Priorities 2022-23

Received: Operational Priorities for 2022-23, alongside the related targets for Board scorecard metrics as recommended for approval by Planning and Resources Committee.

Noted:

(1) The Board encouraged focus on a smaller number of the most important, current priorities. The view of the executive was that the following were the most important and this should be reflected in future versions;

- Student Experience
- Staff Wellbeing, especially in light of cost of living concerns
- Sustainability, both financial and processes
- Diversity (in relation to both EDI and the composition of the student body)

(2) In response to a question, in the current document, improvements to IT infrastructure were included under project delivery under the Our People, Our Values heading.

(3) In response to a question, the current document included reference to delivery of the intake plan (modest student number growth was planned in Humanities, but overall student number targets were broadly stable).

(4) The importance of balancing delivery of metrics related to research intensity alongside improvement in NSS scores and student satisfaction at all levels.

Action: Director of Planning

9. IT and Strategic Transformation

Received: a verbal report and presentation from the Deputy President and Deputy Vice-Chancellor on the impact of the decision to reprioritise the University's portfolio of strategic change projects.

Reported:

(1) The purpose of the re-phasing was to deliver IT stabilisation and prioritise the Finance Transformation Programme and the Student Experience Programme. IT stabilisation was focused on reducing the current complexity of integration, optimising approach to identity, access and security and addressing infrastructure issues at all levels (e.g. connectivity, storage).

(2) The aim of the presentation was to provide assurance to the Board of the detailed process of prioritisation, which factored in strategic implications, impact on specific portfolios and potential mitigating actions. Whilst the Board did not need to focus on the detail of the specific projects outlined in the presentation, the slides would be circulated subsequently.

Action: Deputy President and Deputy Vice-Chancellor

Noted:

(1) The Board's concern about the impact of the rephasing on student and staff experience. This would depend on the content and requirements of specific projects and detailed analysis of this was currently underway. The Board would receive a further update at its next meeting.

Action: RSCOO and Deputy President and Deputy Vice-Chancellor

(2) The Board's encouragement to reflect on the nature, format and delivery of communications about impact with stakeholders.

(3) The importance of ensuring that programmes led by the Strategic Change Office, were fully integrated and aligned with IT, so there was full understanding of implications and requirements.

10. Strategies

i) People and Organisational Development Strategy

Received: the draft People and Organisational Development Strategy, recommended to the Board following consideration by Planning and Resources Committee and People Committee (commentary from People Committee was included in the report from that Committee, considered later on the agenda-item 20) and a presentation by the Director of People and Organisational Development.

Reported:

(1) The People and Organisational Development Strategy was designed to support achievement of the Strategic Plan, *Our Future* and aligned to goals relating to research and discovery, teaching and learning and social responsibility. The Strategy was complementary to the Equality, Diversity and Inclusion Strategy (item 10 ii).

(2) Focus was on delivery on the delivery of the following strategic priorities: Service, Leadership, Performance, Culture and Wellbeing.

(3) The Board welcomed the Strategy and the following section reflects comments that emerged in detailed consideration.

Noted:

(1) The importance of ensuring aspiration was converted to action. Tentative measures of success were set out and these would be developed following a series of priority-setting reviews: the People Committee would consider these further in the autumn. As measures of success evolved these would be reflected in the Performance Balanced Scorecard reported to the Board. Below institutional level, there was potential for development of more specific local indicators (and these could enable, for example, greater distinction between academic and non-academic staff).

(2) The need for the Strategy to be distinctive and clearly identifiable as Manchester specific. It was important to consider carefully the nature and timing of related communications, ensuring that these were received by all stakeholders as authentic, embedded and grounded, given that actions visible to staff were likely to have the greatest impact.

(3) Whilst there was recognition of potential competing strategic tensions, particularly in the context of the need for IT stabilization and prioritisation (see item 9), delivery of initial priorities was not significantly IT dependent, and focused on organizational development, cultural and behavioural shift.

(4) Successful delivery of the Strategy was dependent on both institutional and individual commitment, framing an employee value proposition. Commitment to and understanding of the Strategy would be a pre-requisite for leadership roles within the University. Given the volume of leadership roles in an organization as large and complex as the University, there was recognition that fully embedding the strategy would take time.

(5) Whilst noting the above, the Strategy could set out more clearly areas that were the collective responsibility of University leadership and those that would be led by People and Organisational Development.

(6) The Strategy was distinctive in putting improved productivity at the forefront, and whilst this was commendable, it was important that delivery of this focused on measures the University would take to help people become more productive.

(7) The potential to highlight and articulate more clearly the benefits for students from successful delivery of the Strategy.

(8) The Strategy reiterated long-standing aspirations to reduce both the number of formal grievances and gender, ethnicity and disability pay gaps. In relation to the former, the intention was to improve processes to enable a better experience (for example, through more effective use of mediation).

(9) The importance of People Committee providing assurance to the Board that there were sufficient resources and capacity available to deliver the Strategy.

(10) The current industrial relations climate would add to the challenge of implementation.

Agreed: to approve the People and Organisational Development Strategy, noting that the final, published version would reflect consideration of comments set out above (and comments from People Committee at its meeting on 15th July).

Action: Director of People and Organisational Development

ii) Equality, Diversity and Inclusion Strategy

Received: the draft Equality, Diversity and Inclusion (EDI) Strategy, recommended to the Board following consideration by Planning and Resources Committee and People Committee (commentary from People Committee was included in the report from that Committee later on the agenda-item 20) and a presentation by the Director of Equality, Diversity and Inclusion.

Reported:

- (1) The EDI Strategy takes a holistic and intersectional approach, extending beyond statutory obligations, to enable the University to become a truly inclusive organization where EDI is fully embedded.
- (2) The Board welcomed the Strategy and the following section reflects comments that emerged in detailed consideration.

Noted:

- (1) The final, approved version of the Strategy would be available in a range of formats to ensure accessibility.
- (2) As with the People and OD Strategy, commitment to and understanding of the EDI Strategy would be a pre-requisite for leadership roles within the University.
- (3) The comment from a Senate Board member that management roles may not be seen as a natural progression for career academics. Academic leadership roles were different to those in Professional Services (and in the corporate world) as they were generally time-limited and episodic, with post holders reverting to substantive academic roles once they had completed their term of office. In this context, providing the necessary support to perform leadership roles well was crucial.
- (3) The basket of benchmarking indicators included the Stonewall Workplace Equality Index: one member commented on a recent Information Commissioner's Office decision regarding disclosure of supporting information at another institution, and potential implications for future use of the index. The University would monitor developments in this space (and other relevant indicators) carefully.
- (4) The Vice-President for Social Responsibility was the executive lead for EDI, reporting to the President and Vice-Chancellor. The EDI Committee reported direct to Planning and Resources Committee and supported the Director of EDI in their responsibility for development, implementation and monitoring of the Strategy.
- (5) The importance of ensuring that EDI was positioned as an integral and critical organisational success factor, operating across all strategic goals (avoiding any perception that it was focused wholly or mainly on social responsibility).
- (6) The potential for clearer delineation of aspects of the Strategy relevant to staff and students respectively. In this context and in response to questions about student benefit, operational priorities included leadership training and development, and dignity at work and study, which would result in tangible improvements for students: there was also a close working relationship with relevant staff in the Students' Union.
- (7) Mandatory training for all staff would be rolled out by October 2023 (relevant training for the Board would be scheduled in 2022-23). All students would be encouraged to take a standalone EDI unit (noting the need to reflect on the optimal approach to this given background and cultural norms across the wide range of countries from which the University recruited).
- (8) To date, no university had obtained a gold or silver Race Equality Charter award: the University was one of a number to have obtained the bronze award.
- (9) As reported to the May meeting of the Board, the deadline for completion of variations to the Access and Participation Plan was 31 July. The submission will be approved and signed off by the President and Vice-Chancellor as Accountable Officer (explicit assurance of approval by the Governing Body was not required, but the Board would be updated).

Agreed: to approve the EDI Strategy, noting that the final, published version would reflect consideration of comments set out above (and comments from People Committee at its meeting on 15th July).

Action: Director of Equality, Diversity and Inclusion

11. Update from Faculty of Science and Engineering

Received: a verbal report from the Vice-President and Dean of Faculty of Science and Engineering.

Reported:

- (1) The Faculty was likely to exceed its contribution target.
- (2) The Faculty had developed a workload model which enabled oversight and analysis of individual contributions, enabling informed and cross faculty consideration of workload and contribution.
- (3) Applications data demonstrated that the Faculty continued to be extremely popular.
- (4) As noted above, the Faculty's overall NSS result had improved by 3%, with some areas (e.g. Material Sciences) achieving a much more significant improvement. There was variation in performance and other areas where the NSS outcomes indicated improvement was needed, and there was no complacency. The Teaching and Learning College within the Faculty was scrutinising and analysing detailed results, with particular focus on student voice, assessment and feedback, measures to ensure greater consistency of practice, and potential improvements (eg in the nature and frequency of assessment). In relation to timeliness of notification of assessment outcomes and feedback, it was noted that consideration of applications for mitigating circumstances had the potential to result in delay.
- (5) The Faculty was gearing up to support the Teaching Excellence Framework submission in 2022-23. Overall, the Research Excellence Framework outcomes (as reported to the Board in May) had been very good, with areas of outstanding practice.
- (6) A new Director of Faculty Operations had been appointed and other Professional Services changes had been made or were in train, including the creation of student hubs in different locations in the Faculty. The movement of staff and activity to MECD from North Campus was going well, with over 1,000 staff and 28 laboratories relocated.
- (7) Work on EDI and Social Responsibility had been led very effectively by Board member, Prof Paul Mativenga, who was about to step down from his role as Vice-Dean with responsibility for this area of activity.

12. Report from Chief Executive of the Students' Union

Received: the annual report of the University of Manchester Students' Union, provided to the Board to exercise its duties as the responsible body under the Education Act, 1994. The report enabled the Board to fulfil its oversight function (including oversight of the block grant provided by the University), providing assurance of overall effective monitoring and control of the Students' Union as the official representative body of students of the University.

Reported:

- (1) 2021-22 had been focused on rebuilding levels of involvement, supporting students and restarting many programmes and activities.
- (2) Academic related societies had grown and there had been focus on programmes tackling loneliness and developing a sense of belonging. The Students' Union had continued to work closely with the University, supporting a "one team" approach to support the student experience

Noted:

- (1) In response to a question, Question 26 on the NSS asked students to indicate whether they agree with the statement that their students' union effectively represents students' academic questions. This had replaced a version of the question in earlier surveys, which asked students to rate their overall satisfaction with the Students' Union. The current question generally received one of the lowest approval rates (and a significant proportion

of students answered “don’t know”) and this was the case at the University-the next version of the NSS would revert to the earlier wording.

(2) Typically, Russell Group universities scored below average in responses to this question. However, the Students’ Union recognised that there was a need for improvement and development of a powerful and supportive student voice was a key theme in the emerging new strategy. This was also reflected in the outcomes of the recent review of democratic structures which included an unremitting focus on education work as the core purpose of representation and building the staff team to support academic representation.

(3) In response to a question about the transfer of pension deficit to the University of Manchester Superannuation Scheme, this lifted a long-term liability from the Union and also removed the potential for longer-term further and more expensive calls on University resources.

(4) A 53% increase in caseload had placed significant pressure on the Advice Centre, with casework typically more complex: additional capacity would be added although the current job market presented challenges. It was important to obtain a holistic overview of engagement with services to ensure appropriate connection and liaison.

(5) Under the new Union democratic structure with focus on faculties, the importance of ensuring effective engagement with institutional, cross-faculty projects (e.g Flexible Learning Programme, Student Experience Programme).

Agreed: to approve the report.

13. Report from student Board members

Reported:

(1) Samantha Bronheim would join the Board of Governors in 2021-22 in an ex-officio capacity as Union Affairs Officer: the second student member was still to be nominated. Ms Bronheim briefly introduced herself to the Board

(2) The outgoing student members thanked fellow Board members for support and guidance and valuing the student contribution to the Board. In turn, other Board members thanked the student members for their significant contribution to the work of the Board and the effective way in which they had raised Board awareness of relevant issues.

14. Membership

Received: reports advising the Board of recent membership developments

Agreed:

(1) To appoint Philippa Hird as Chair of the Board for an initial three-year term from 1 September 2022.

(2) To appoint David Buckley and Anna Dawe as lay members of the Board for an initial three-year term from 1 September 2022.

(3) To note the reappointment of Prof Danielle George for a third and final three-year term as a Senate member on the Board from 1 September 2022.

(4) To note the appointment of Prof Daniela Caselli for a three-year term as a Senate member on the Board from 1 September 2022.

(5) As noted above, the Union Affairs Officer from the Students’ Union, Samantha Bronheim will serve in an ex-officio capacity on the Board in 2022-23: the Students’ Union will advise the name of the second student member shortly.

(6) To note the resignation from the Board of Raoul Shah, the lay member proposed for appointment by the Alumni Association.

Noted: Richard Solomons had recently advised the Chair of his intention to resign from the Board at the end of the current calendar year. Succession arrangements and processes for current and imminent lay member vacancies would be considered by the incoming Chair and Nominations Committee.

Action: Deputy Secretary

15. Updated Scheme of Delegation

Received: the revised Scheme of Delegation

Reported: the revised Scheme updated and improved upon the current narrative version, presenting information in a more user friendly and accessible format, including revised thresholds for Board and Finance Committee approval, which would be finalised in the autumn.

Noted:

(1) In relation to academic assurance, the agreed role of Audit and Risk Committee in the academic governance protocol should be reflected.

(2) The Scheme highlighted powers that were reserved to the Board and could not be delegated further and there was scope to reflect further on this list and provide a separate summary of these reserved powers (the Scheme confirmed that the Board had the ability to revoke or alter a delegation at any time).

(3) In relation to satellite entities, encouragement to reflect further on the non-financial, reputational impact that would trigger the requirement for Board or Board committee approval.

Agreed: subject to further consideration of the above matters, to approve the updated Scheme of Delegation.

Action: Deputy Secretary

16. Fallowfield Inquiry Follow-Up Review

Received: a report setting out how actions arising from the inquiry into the erection of fencing at the Fallowfield Halls of Residence in November 2020 had been embedded. The inquiry report had been circulated to the Board in December 2020 and the report and action plan presented to the Board in May 2021, with a commitment to a review of actions after a further year.

Reported: the report set out measures to improve communication and engagement with students.

Noted:

(1) Whilst large scale open meetings with students were no longer taking place with the same frequency, there were alternative effective methods of engagement at institutional and faculty level (and the latter would be strengthened by the introduction of Student Union officers assigned to each faculty, following recent changes).

(2) In response to a question, there was confidence that if a similar situation occurred in the future, the initial response would be very different and reflect lessons learned. Co-ordination and integration between teams was now more embedded and the Resilience Advisory Group was providing strategic direction and assurance and better preparedness for future incidents and crises.

17. Chair's report: Board member review and evaluation

Received: a report summarising the outcomes of one-to-one meetings with members of the Board.

Reported:

(1) Feedback from members was generally positive: however, the report did highlight some members' frustration at the perception of both slow pace of change and executive defensiveness in some areas.

(2) The Chair emphasised that the above comments were in the context of a high performing executive team and the Board's role in providing challenge and critical friendship. He had shared with the President and Vice-Chancellor some practical suggestions for improvement.

(3) Suggested enhancements to the format of the Accountability Review and Strategy Day, along with a number of suggested practical improvements to Board process, including (and whilst recognising improvements in this area) the need for shorter Board papers with improved executive summaries.

18. Secretary's report-Exercise of Delegations

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

19. Senate (1 June 2022)

Received: the report from the most recent Senate meeting held on 1 June 2022.

Agreed: on the recommendation of Senate, to approve the proposals of the Awards and Honours Group for the award of honorary degrees and Medals of Honour.

20. Board Committee reports

(i) Audit and Risk Committee (15 June 2022)

Received: the report from the Audit and Risk Committee meeting held on 15 June 2022.

Reported:

(1) The Committee's continued focus on cyber-risk

(2) Consultation had taken place on the terms of reference for Audit and Risk and Finance Committees and these would be put to the next meetings of respective committees in September for formal adoption.

(3) The Committee had considered the latest version of the Strategic Risk Register and the summary version was appended to the report: there was continued committee focus on relative priorities of risks identified.

(ii) Finance Committee (22 June 2022)

Received: the report from the Finance Committee meeting held on 22 June 2022.

Reported:

(1) Board approval of Operating and Capital Budgets was set out in item 7 above.

(2) As noted above, the budget for 2022-23 had been built bottom up and scrutinised closely by the executive, and was likely to be conservative. The Committee was keen to

support the executive in developing more accurate forecasting to aid decision making (recognising that this was a sector-wide challenge).

(3) The Committee had considered a report on potential funding options for the student residences project and the Committee and the Board would return to this matter in the autumn.

Noted:

(1) The Policy on Responsible Investment set out the University's intention not to invest in companies engaged in a range of activities. The revision to the Policy removed manufacture of nuclear weapons from this list, whilst retaining depleted Uranium weapons: the Board asked that this position be clarified.

Action: Vice-President (Social Responsibility)/Chief Financial Officer

(2) The Policy also set out the target of reducing exposure to carbon intensive companies as measured by Weighted Average Carbon Intensity: this metric covered Scope 1 (direct emissions) and Scope 2 (indirect emissions). This did not cover Scope 3 emissions (relating to activities for which companies were indirectly responsible for in its value chain).

(3) In response to a question re (2) above, there was scope for further reflection on the potential to expand the target to encompass Scope 3, noting that relevant information was not always readily available.

(4) Thanks to all outgoing Finance Committee members for their contribution to the work of the Committee.

Agreed:

(1) To approve the Anti-Corruption and Bribery Policy

(2) Subject to clarification of the points noted above, to approve the Policy for Responsible Investment.

Action: Chief Financial Officer

(iii) Nominations Committee (6 June 2022)

Received: the report from the meeting of the Nominations Committee held on 6 June 2022, which noted progress made so far against the Action Plan arising from the Halpin Review.

Agreed:

(1) To approve the amendments to Statutes, attached to the report (noting that Senate and the General Assembly had been afforded an opportunity to comment on amendments as required by the Charter) for submission to the Privy Council.

(2) To reappoint Trevor Rees as a co-opted member of Audit and Risk Committee for a third and final three-year term.

(3) To appoint the Chair of Remuneration Committee (currently Gary Buxton) to People Committee in an ex-officio capacity.

(4) To appoint David Buckley to the position on Finance Committee vacated by Neil McArthur, with the potential to co-opt further expertise to the Committee where required.

(5) Subject to liaison with Anna Dawe, to appoint her to Nominations Committee (to fill the place vacated by Gary Buxton).

(6) To revisit appointments to vacant positions in the Board pairs early in the new academic year.

(7) To reappoint Natasha Traynor as an Associate Member for a further year, until 31 August 2023.

Action: Deputy Secretary

(iv) People Committee (15 July 2022)

Received: the report from the meeting of People Committee held on 15 July 2022.

Reported: Board approval of People and Organisational Development and Equality, Diversity and Inclusion Strategies was set out in item 10 above.

Agreed: in relation to the proposed restructure of Research Institutes Professional Services Leadership that:

(1) The University should enter into consultation with the campus trade unions about the proposals outlined in this report and, subject to consultation, should progress with its proposals for voluntary severance.

(2) The University continues to take all steps outlined in the report 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.

(3) People Committee should continue to oversee these proposals in accordance with Part II of Ordinance XXIII.

21. Planning and Resources Committee (7 June and 12 July 2022)

Received: a report from the meetings of Planning and Resources Committee held on 7 June and 12 July 2022.

22. Remuneration Committee Annual Report

Agreed: the annual report for Remuneration Committee.

23. Forward agenda for 2022-23

Noted: the Board forward agenda for 2022-23, noting that there would be further discussion with the incoming Chair.

24. Any other business

Noted: there was no other business.

(At this point, the Chair left the meeting and for the following item, the Deputy Chair took the Chair)

25. Evaluation of Chair

Received: a report from the Deputy Chair advising of the outcome of the annual, anonymised questionnaire completed by members of the Board of Governors on the performance of the Chair of the Board in 2021/22.

Reported:

(1) Overall, the responses were highly positive, with complementary comments on the exemplary way in which the Chair had fulfilled his role in the past year and throughout his term of office.

(2) Noting a small number of critical comments mainly unrelated to the Chair, the Deputy Chair reminded the Board that in her role as Deputy Chair, she acted as Senior Independent Governor and as such could be consulted by members when necessary and appropriate.

(3) Whilst it was reasonable for comments to address wider matters, this evaluation was a completely inappropriate vehicle for criticism of individual members of the executive and the Deputy Chair rejected and did not recognise these. The President and Vice-Chancellor refuted any suggestion of collusion with the Chair.