

# THE MANCHESTER METROPOLITAN UNIVERSITY

## BOARD OF GOVERNORS

### MINUTES OF THE MEETING HELD ON 24 NOVEMBER 2017

Present: Ms Vanda Murray (Chair)  
Ms Evelyn Asante-Mensah  
Ms Amie Atkinson  
Dr Paul Bevan  
Mr Hussain El-Amin  
Professor Christopher Fox  
Mr Mohammad Habeebullah  
Mr Barry Harwood  
Ms Penny Macbeth  
Mr Calum Mercer  
Mr Mike Perls  
Professor Malcolm Press (for minutes 1684-1686 and 1688-1707)  
Mr Miles Rothbury  
Ms Brenda Smith  
Mr Mark St John Qualter  
Mr Neil Thompson

In attendance: Mr John Cunningham (Director of Finance)  
Mr Paul Davenport (Assistant Director of Finance)  
Professor Jean-Noel Ezingard (Deputy Vice-Chancellor)  
Professor Karen Moore (Chief Operating Officer)  
Mrs Michelle Halliwell (Deputy Head of Governance and Secretariat)

#### **1684 APOLOGIES AND WELCOME**

Apologies for absence were received from Mr Russell Andrews, Mrs Janet Dawson, Mr Norman Harrison and Mr John Varney.

Mr Paul Davenport, Assistant Director of Finance, was welcomed to the meeting.

#### **1685 DECLARATION OF INTERESTS**

Ms Evelyn Asante-Mensah declared a possible conflict of interest in relation to an item on the agenda.

#### **1686 VICE-CHANCELLOR'S BRIEFING**

The Vice-Chancellor presented an update (BG/17/47) on University developments:

- 1686.1 People and Planet League Table**  
The University had recently ranked first in this year's People and Planet University League. Manchester Metropolitan University was the only university to have held a top three position for five consecutive years.
- 1686.2 UNESCO City of Literature**  
The City of Manchester had been named a UNESCO City of Literature.
- 1686.3 Professional Services**  
The University's professional services had been streamlined under the leadership of the new Chief Operating Officer and a new professional services leadership team had been established. New appointments had been made to the roles of Director of HR, Director of Finance and Head of Health and Safety. A new role of Director of Estates, Facilities and Capital Development had also been created.
- 1686.4 Cheshire**  
The planned exit from the Cheshire campus was progressing well, with strong staff and student engagement during the period of teach out prior to the withdrawal from the campus in the summer of 2019.
- The remainder of this minute is confidential and not for publication in accordance with the Freedom of Information Act.*
- 1686.5 Manchester Institute of Sport**  
An update was given on the development of the Manchester Institute of Sport at the Etihad Campus. The project was now being led by the Pro-Vice-Chancellor Research and Knowledge Exchange. A proposal for the capital development would be submitted to a future meeting. There was support from the Board for the development of the Manchester Institute of Sport which was at the heart of the University's Strategy.

## **1687 REMUNERATION COMMITTEE BRIEFING**

### **The Vice-Chancellor left the meeting for this item.**

The Chief Operating Officer and Clerk to the Board presented an update on changes to the University's approach to Vice-Chancellor and senior staff remuneration (BG/17/66).

- 1687.1 Changes to the Remuneration Committee**  
A number of changes had been made to the University's processes and governance arrangements to ensure that the Remuneration Committee operated in accordance with best practice as recommended in the Higher Education Code of Governance and other CUC and HEFCE guidance. This included:

- The Committee was chaired by a Senior Independent Governor.
- The Vice-Chancellor was no longer a member of the Committee.
- A Remuneration Policy would be produced to ensure transparency in relation to reward.
- The minutes of meetings would now include more explanation about the Committees processes and decisions.

### **1687.2 Vice-Chancellor's Remuneration**

The Vice-Chancellor's objectives were now shared with the Board of Governors on an annual basis following their approval by the Remuneration Committee.

The Remuneration Committee considered UCEA benchmark data when reviewing the Vice-Chancellor's salary and if an increase in salary was considered to be appropriate, consideration was also given to pay increases for staff in the institution. Any performance-related bonus was approved by the Remuneration Committee following an assessment of the Vice-Chancellor's performance against agreed objectives.

### **1687.3 CUC Code of Practice**

It was noted that the CUC was developing a new Code of Practice on remuneration. There would be consultation on the draft Code during January 2018 and the final version was expected to be published in May 2018.

The Board was assured that the governance arrangements and processes that underpinned the determination of Vice-Chancellor and senior staff remuneration were kept under constant review to ensure that they were in line with best practice.

#### **RESOLVED**

that the revised approach to Vice-Chancellor and senior staff remuneration be supported.

## **1688 PERFORMANCE AGAINST STRATEGIC FRAMEWORK TARGETS AND KEY PERFORMANCE INDICATORS**

The Deputy Vice-Chancellor presented a report (BG/17/48) detailing the University's 2016/17 performance against the strategic framework targets for teaching; research and knowledge exchange; international; and sustainability. A number of minor changes were also proposed to the targets to allow them to evolve in line with the external landscape.

### **1688.1 Changes to Targets**

The following changes to the targets were proposed:

- Entry quality: the introduction of a new UCAS tariff framework meant that the previous threshold of 280 tariff points for measuring the quality of a student's top three qualifications had changed to 112 tariff points.
- Teaching quality: the last NSS question on Overall Satisfaction was now Question 27 rather than Question 22.
- The wording of the metric on Graduate Outcomes had been revised to focus on actual performance rather than performance relative to the sector:  
*KPI: the percentage of graduates in professional/graduate level jobs and/or further study.*  
*Target: 80% (based on the performance required to be in the top quartile of institutions).*
- To reflect the importance of the Internationalisation Strategy, the KPT on International Demand had been separated from the section on Institutional Sustainability and reported under Internationalisation.

## **1688.2 Overview of Performance**

An overview was given of the annual planning process for monitoring progress and reviewing targets including the use of lead indicators to provide early indications of improvements or concerns with performance.

There were encouraging signs of progress as the University's performance had improved against many of the KPTs, particularly research activity. It was agreed that it was more important than ever to ensure that the University was able to diversify its income streams, in particular in the areas of international, postgraduate and apprenticeships.

An overview was given of actions currently being taken to address areas of under-performance, including teaching quality, progression and income diversity.

The Board was assured that the work being undertaken by the Pro-Vice-Chancellor for Education was addressing the quality of education and the ambition of staff to achieve the targets. The recruitment and retention of quality staff was recognised as a key area to improve teaching quality and it was noted that the Vice-Chancellor sat on every Head of Department interview panel. It was agreed that the development of a People Strategy would complement the actions that were already in train.

## **1688.3 Updates on Progress with Thematic Strategies**

It was noted that, in addition to this report summarising performance against all the targets and KPIs, it was planned for each of the thematic Pro-Vice-Chancellors to present a more detailed summary of performance in their respective areas to the Board during the year.

**1688.4 Annual Quality and Standards Report 2016/17**

The Board also received the University's Annual Quality and Standards Report for 2016/17, which provided a summary of activities undertaken in 2016/17 to continuously improve the reliability of the University's academic standards and the student academic experience and student outcomes.

The Board recognised that the University was on a journey with a number of improvement projects current taking place and the progress outlined in the report was welcomed. It was noted that work was ongoing to embed the Strategy into the culture of the University.

RESOLVED

that the proposed changes to the University's Key Performance Targets be approved.

**1689 CONFIDENTIAL MINUTE**

*Not for publication in accordance with the Freedom of Information Act.*

**1690 ANNUAL REPORT AND FINANCIAL STATEMENTS, ANNUAL ASSURANCE RETURN AND FINANCIAL COMMENTARY**

The draft Annual Report and Financial Statements for 2016/17, the Representation Letter to the External Auditors, Annual Assurance Return and Financial Commentary (BG/17/50) were submitted for approval. It was noted that both the Audit Committee and the Finance and Resources Committee had reviewed and endorsed the Financial Statements. The external audit was complete and no material accounting and internal control weaknesses had been identified. It was noted that the Booth Hall lease was being reported as a contingent liability with a detailed disclosure note. The Board was pleased to note that good financial health continued to be maintained and financial strategy KPTs were being achieved.

RESOLVED

that the following be approved for submission to HEFCE:

- Draft audited Financial Statements for 2016/17
- Representation Letter to the External Auditors
- Annual Assurance Return
- Financial commentary.

**1691 AUDIT COMMITTEE ANNUAL RETURN**

The Chief Operating Officer presented for approval the Audit Committee 2016/17 Annual Return (BG/17/51).

RESOLVED

that the Audit Committee Annual Return be approved for submission to HEFCE.

**1692 ANNUAL STATEMENT OF COMPLIANCE WITH THE CONCORDAT FOR RESEARCH INTEGRITY 2016/17**

The Vice-Chancellor presented for approval the Annual Statement of Compliance with the Concordat for Research Integrity (BG/17/52). The Statement formed part of the University's evidence for compliance with the UK Universities Concordat to support Research Integrity.

RESOLVED

that the Annual Statement on Compliance with the Concordat for Research Integrity be approved.

**1693 ANNUAL REPORT ON THE IMPLEMENTATION OF THE PREVENT DUTY**

The Chief Operating Officer presented for approval the Annual Report on the Implementation of the Prevent duty (BG/17/53).

RESOLVED

that the Annual Report on the Implementation of the Prevent duty be approved for submission to HEFCE.

**1694 MODERN SLAVERY ACT STATEMENT**

The Director of Finance presented for approval the University's Modern Slavery Act Statement 2016/17 (BG/17/54), which was a requirement of the Modern Slavery Act 2015.

RESOLVED

that the Modern Slavery Act Statement 2016/17 be approved.

**1695 UPDATED BUSINESS CASE FOR 6 GREAT MARLBOROUGH STREET REFURBISHMENT**

A business case for the redevelopment and restoration of 6 Great Marlborough Street (BG/17/56) was presented for approval.

RESOLVED

that the updated business case for the restoration and development of 6 Great Marlborough Street within a total cost budget of no more than £12m be approved.

#### **1696 HEALTH AND SAFETY POLICY**

The Chief Operating Officer presented for approval a revised Health and Safety Policy and Schedule of Health and Safety Responsibilities which had been updated in line with best practice. The Board was also requested to delegate authority to approve minor changes to the Schedule of Health and Safety Responsibilities to the Chief Operating Officer.

##### **RESOLVED**

- (i) that the revised Health and Safety Policy and Schedule of Health and Safety Responsibilities be approved.
- (ii) that the proposal to delegate authority to approve minor changes to the Schedule of Health and Safety Responsibilities to the Chief Operating Officer be approved.

#### **1697 COMMITTEE TERMS OF REFERENCE AND SCHEME OF DELEGATION**

The Chief Operating Officer presented for approval proposed revisions to Committee terms of reference, the Scheme of Delegation and the membership of Academic Board (BG/17/57).

##### **RESOLVED**

that the following be approved:

- (i) Revised terms of reference for the following:
  - Audit Committee
  - Finance and Resources Committee
  - Remuneration Committee
- (ii) The revised Scheme of Delegation
- (iii) A proposed change to the membership of Academic Board: the membership category 'Registrar' to be replaced with 'Chief Operating Officer.'

#### **1698 MINUTES OF THE MEETING HELD ON 30 JUNE 2017**

##### **RESOLVED**

that the minutes of the meeting held on 30 June 2017 be approved as a correct record and signed by the Chair.

#### **1699 ACTIONS ARISING FROM THE PREVIOUS MEETING**

A report (BG/17/58) was submitted setting out actions to be taken following the meeting of the Board held on 30 June 2017 and progress made with regard to those actions.

RESOLVED

that the report be received.

#### **1700 NOTES OF THE STRATEGY MEETING HELD ON 5 AND 6 OCTOBER 2017**

RESOLVED

that the notes of the of the meeting held on 5 and 6 October 2017 be approved as a correct record.

#### **1701 BOARD OF GOVERNORS' ANNUAL REPORT 2016/17**

A report (BG/17/59) was submitted providing an update on the current membership of the Board and a summary of the work of the Board and its Committees during 2016/17.

RESOLVED

that the report be received.

#### **1702 ACADEMIC BOARD REPORT**

A report (BG/17/60) was submitted providing an update on business conducted by the Academic Board at its meetings on 9 October and 8 November 2017.

RESOLVED

that the report be received.

#### **1703 ACTION TAKEN BY THE CHAIR**

A report (BG/17/61) was submitted outlining actions that the Chair had taken on behalf of the Board in accordance with Article 6.2 of the Articles of Government.

RESOLVED

that the report be received.

**1704 RISK MANAGEMENT UPDATE**

A report (BG/17/62) was submitted by the Chief Operating Officer providing an update on risk management. It was noted that actions were being taken to manage the University's risks, including reputational risks, on an ongoing basis.

RESOLVED

that the report be received.

**1705 COMMITTEE REPORTS**

The following reports were submitted for information:

- Audit Committee – 22 September and 3 November 2017 (BG/17/63)
- Finance and Resources Committee – 27 September and 1 November 2017 (BG/17/64)
- Remuneration Committee – 22 September 2017 (BG/17/65)

RESOLVED

that the reports be received.

**1706 CHANCELLOR**

It was suggested that consideration should be given to ways of increasing the opportunities for the Chancellor to engage with the University. It was noted that a discussion could take place at a future Strategy Meeting on leveraging the benefits of the recent strategic initiatives.

**1707 RETIREMENT OF DIRECTOR OF FINANCE**

It was noted that this was the last meeting of the Board to be attended by the Director of Finance as he would be retiring from the University. Mr Cunningham was thanked for his hard work during his time at the University and was wished well in his retirement.

Signature of Chair \_\_\_\_\_

Date \_\_\_\_\_