GOVERNING BODY

Minutes of meeting held on 19 March 2015

Present
Mr Harvey McGrath (Chair), Mr Richard Abbott, Mr Robert Allison, Mr Charles-Michael Berry, Mr John Biggs, Ms Julia Collins, Professor Costas Douzinas, Dr Rebecca Gumbrell-McCormick, Professor Matthew Innes, Professor David Latchman, Dr Joanne Leal, Mr John Lindner, Mr Hugh Ferrand, Mrs Joy Manners, Mr Stuart Popham, Professor Julian Swann, Dr Ruth Thompson, Mr Peter Zinkin

In Attendance
Mrs Katharine Bock (Deputy College Secretary Governance), Mr Keith Harrison (College Secretary and Clerk to the Governors), Ms Jan Davies (Interim Director of Human Resources, for item 29), Ms Roisin Lynch (Governance and Corporate Support Co-ordinator), Professor Les Moran (Chair of the Equalities Committee, for item 29), Professor Matthew Weait (Pro-Vice-Master for Academic and Community Partnerships, for Item 22), Mr Keith Willett (Director of Finance)

Apologies
Ms Liz Meek, Ms Caroline Luker

22 PRO-VICE-MASTER FOR ACADEMIC AND COMMUNITY PARTNERSHIPS
Noted
22.1 Governors noted a presentation from the Pro-Vice-Master for Academic and Community Partnerships on his Portfolio, which encompasses partnership with and progression from FE and Sixth Form Colleges, Level 3 progression into Undergraduate programmes, development of community partnerships and development and enhancement of University Square Stratford. Members noted the increased number of enrolments through partnerships and asked why the conversion rate of applications to enrolments appeared to have decreased from 2013/14 to 2014/15. They heard that this was due to Birkbeck becoming part of the conventional UCAS system of one-in-five choices. There is still work to be done to reach students in schools and FE colleges who would benefit from the Birkbeck approach to Higher Education. Governors also discussed the nature and frequency of the College community’s use of the University Square Stratford building, and noted the need to ensure that students are aware of the facilities that are available for them to use.

23 DECLARATION OF INTERESTS
Noted
Governors were asked to disclose in advance any actual or potential conflicts of interest in relation to the matters under discussion. No such conflicts were noted.

CONFIRMATION OF THE MINUTES

Confirmed

The minutes of the meeting of the Governing Body of 25 November 2014.

Agreed

To amend Minute 5.1 as follows:

Disabled Students Allowance

The proposed cuts to the Disabled Students Allowance had been suspended until 2016-17. The College was commended for its efforts in lobbying for the postponement of these plans but it was noted that the impact of the cuts would be significant once implemented. It was likely that College would need to provide more financial and assistive support to disabled students. Both academic and support staff would need to take a proactive approach to meeting the needs of disabled students after the cuts, and a several working parties were being set up to ensure the necessary changes were introduced.

MASTER’S REPORT

Noted

The Master drew attention to the announcement in the Budget of income-contingent loans for postgraduate research students. It is unknown at this stage how such a scheme would operate, or whether there would be age restrictions on these loans. The postgraduate taught student loans announced in 2014 are restricted to under-30s, and Birkbeck will campaign against this on the grounds of age, ethnic and disability discrimination. Members noted that the Birkbeck branch of UCU have submitted a motion to UCU Congress in support of the College's position on this matter.

The Master was meeting with staff in the Schools and Professional Services and with the Students' Union, encouraging all to participate in thinking about the future direction of the College. Each Pro-Vice-Master will hold an open forum for people who are interested in their Portfolio. The Master will also emphasise the Estates Strategy and how it relates to the College's plans for fundraising and setting targets for a fundraising campaign around the College's approaching 200th Anniversary in 2023.

PRO VICE MASTERS

Approved

The reassignment of Pro-Vice-Master portfolios:

- Professor Julian Swann to move from the International portfolio to the Research portfolio
• Professor Stephen Frosh to move from the Research portfolio to the International portfolio.

Both will serve for three-year terms from 1 October 2015 to 30 September 2018.

Noted

26.2 In future the selection process for Vice-Master and Pro-Vice-Masters will have open calls for expressions of interest followed by shortlisting and interviews, to promote a broad and diverse field of candidates.

27 GOVERNORS STRATEGIC HORIZONS DISCUSSION

Received

27.1 A note summarising the outcomes of the 19 February Strategic Horizons meeting (G 2014 12).

Noted

27.2 Many of the actions agreed at the meeting are already underway. The next step will involve discussion with each of the Schools on what subject area developments are feasible. The Estates Strategy, which is being developed to support the College’s teaching and research ambitions, will also inform these discussions. Responses from Schools have been generally positive, and this year there is a focus on developing longer term staffing and other strategies.

27.3 Governors asked whether the College should plan a major academic initiative for the 200th Anniversary. It was noted that the debate around the campaign to raise funding will lead to consideration of new subject initiatives. It was also suggested that the fundraising campaign should make a distinction between fundraising for buildings and fundraising for academic developments. The College would also consider partnership options for the development of its estate, which would give access to a broader range of funders.

Noted

27.4 Governors reviewed the text of the Key Performance Indicators (G 2014 12A), in preparation for the College to insert corresponding figures and targets.

27.5 Governors asked for the KPIs to be extended to cover staff satisfaction, student success measured in terms of entry and exit qualifications, satisfaction of disabled students, career progression, and percentage of staff included in the Research Excellence Framework (REF). It was also agreed that student diversity should be compared with that of London’s HE population.

27.6 Each KPI should have a clear and specific purpose and serve as a means for the College to monitor and improve itself rather than an exercise in data collection.
27.7 A draft Corporate Plan, reflecting the School plans and institutional strategies for learning and teaching, students, research and the Estate, linked to the KPIs, will be reported to the summer term Governors’ meeting.

28 CUC CODE OF GOVERNANCE

Received
28.1 The revised Committee of University Chairs’ Higher Education Code of Governance (G 2014 13).

28.2 A report on Birkbeck’s compliance with the CUC code (G2014 14). This report maps the College’s current practice in respect of the mandatory and recommended articles in the CUC code, and suggests some areas for development.

28.3 Members heard that in general the College is compliant with the CUC code, however there are various emerging areas for which a policy will be required, such as Ethical Assurance and Corporate & Social Responsibility. The Ethics Committee will devise a framework through which it can report annually to the Governors to give assurance that ethical practices are being maintained. All Committees will be required to give assurance that they have been considering how their decisions impact on equality and diversity. Members noted the need to adhere generally to the code while ensuring that time was not wasted on small details.

28.4 The College will continue to work through the suggestions for improved compliance, and report back to the Governors annually.

29 EQUALITIES COMMITTEE

Received
29.1 The report of the Equalities Committee. (G 2014 18)

Noted
29.2 The draft annual Equality and Diversity Report, which will be presented to Governors for final approval at the summer term meeting.

29.3 Equalities Committee reported increased activity in respect of gender diversity, such as the launch of the Birkbeck Women’s Network, the Athena Swan Initiative and the TRIGGER (Gender cultures in research and science) Project. The Committee continues to monitor and improve diversity initiatives throughout the College, such as the Two Ticks Scheme to promote recruitment equality for disabled people.

29.4 The Chair of the Committee noted a slower pace of development of Black and Minority Ethnic Initiatives and also noted that the place that the Equalities Committee occupies within the College’s committee structure may be limiting its capacity to engage with College management. It had been proposed that the annual quality assurance reports on academic programmes should require consideration of equality and diversity, and that there is more senior staff development on equality and diversity.
29.5 The Equalities Committee had been considering staff equality data. One issue identified is that, in common with other HE institutions, there is more diversity at lower pay levels than at higher levels. The College’s Equality Strategy has an objective to develop a diverse workforce which is reflective of the student body. In terms of both gender and ethnicity, some Schools’ student populations mirror staff composition closely while others differ significantly. As a whole, the College has a lower proportion of Black & Minority Ethnic academic staff compared with the student body. This may indicate a need to audit the staff recruitment process in order to increase staff diversity.

29.6 Suggested ways forward in terms of working towards the College’s Equality & Diversity objectives include: continuing to look at the “glass ceiling” effect around gender in the workforce; considering recruitment in terms of both BME and gender at School and College level; improving the analysis Birkbeck undertakes of data that might indicate barriers to progression for both academic and professional support staff; and considering the possibility of setting specific diversity targets.

29.7 Governors observed that while targets can be useful, they are not always the best approach. The key aim should be to work towards a more diverse workforce while appointing on the basis of merit.

29.8 The Vice-Master reported on plans to address these matters through a review of the reporting lines between the Equalities Committee and other Committees, as part of a larger-scale review around governance at the College. The College should also establish clearly what its equality and diversity targets should be, and also look to other institutions to find out what works for them in terms of their equality and diversity practices.

29.9 Governors were invited to express interest in filling the Governor member vacancy on the Equalities Committee.

30 FINANCE AND GENERAL PURPOSES COMMITTEE

Received

30.1 The Report of the Finance and General Purposes Committee (G 2014 15).

Noted

30.2 The forecast surplus is considerably improved from what was predicted in June last year, £5.5M rather than £2.2M. The College is solvent and in a strong financial position, and in a very healthy position in terms of cash holdings. Nevertheless colleagues must not become complacent, and should remain aware of the significant current risks. The Investment Committee was developing an investment strategy to ensure that the College’s assets were being managed to the strategic benefit of Birkbeck.
30.3 F&GPC reported on the development of Estates strategy. Noting that the negotiation with the University over the lease of land on Torrington Square had concluded, it endorsed the acquisition of the land lease for £437,000.

30.4 F&GPC and Estates Committee had also discussed property acquisition as a route of investment and a means to address the increasingly serious shortage of space in the College. As the level of competition for suitable properties in the area is so high, there is a need to move quickly on offers. Governors were therefore asked to consider delegating authority to make offers to buy suitable property to a sub-committee.

30.5 Governors asked to consider a generic property acquisition proposal specifying the parameters within which the sub-committee could operate. As a starting point it was proposed that this should include the general required characteristics of the building and authority to make offers up to a certain amount (e.g. £25M), with a requirement for Governors to be kept informed of the sub-committee's actions. It was confirmed that final approval of property acquisition will remain the responsibility of the Governors. In order to give final approval to any binding offer, an Extraordinary Meeting would be called.

Approved

30.6 The acquisition of the land lease for the site adjacent to 32 Torrington Square, for a capital payment of £437,000 and a peppercorn rent.

30.7 Delegation of responsibility for assessing and considering property acquisition opportunities up to the point of making offers to a sub-committee of the Chair and Deputy Chair of Governors, Chair of Finance and General Purposes Committee, the Master, College Secretary and Director of Finance and the Governor member of the Estates Committee. Full approval of property acquisition will remain a responsibility reserved to the Governors.

30.8 Members asked about student debt, specifically whether the College has taken any students to court for non-payment of fees, and what financial advice and support is available for students. To date no students have been taken to court but it was important that the published processes were followed if students did not pay their fees. The new Academic Registrar is considering how to use Registry and Finance staff to better provide advice and support to students.

31 AUDIT COMMITTEE

Received

31.1 The Report of the Audit Committee. (G 2014 16)

31.2 Members heard that as part of the Audit Committee’s review of its own effectiveness, the role of the internal and external auditors has been examined. The internal auditors have worked with us for 15 years and they have a good understanding of the College;
however it is appropriate to do some market testing and take the opportunity to draw up new terms of reference for Birkbeck’s relationship with the internal auditors.

31.3 Members discussed the Risk Management register and noted that although the register identifies many areas as green (low-risk), it is important to bear in mind that these risks have not gone away and need to be managed on an ongoing basis.

**Approved**

31.4 Governors formally approved the updated Public Interest Disclosure (Whistleblowing) Policy. This policy was previously endorsed internally by College management at the HR Strategy and Policy Committee and endorsed from a compliance perspective by the Audit Committee.

32 **ACADEMIC BOARD**

Received

32.1 The Report of the Academic Board. *(G 2014 17)*

Noted

32.2 Governors heard that HEFCE is tendering for academic standards and quality assurance audit providers, with no certainty that the QAA will retain the role. The new provider will likely audit Birkbeck in 2016/17. The new contractor is likely to have a renewed set of priorities and it should not be assumed that this audit will take the same approach as previous visits. The Pro Vice Master Learning and Teaching is leading on preparations.

33 **SEALING OF DOCUMENTS**

Noted

33.1 No documents have been sealed since the last meeting.

34 **MEETING DATES**

Noted

34.1 Governors noted the date of the summer term meeting:

- Tuesday 23 June 2015 at 4.30pm followed by the annual Governors’ Dinner