

**GOVERNANCE COMMITTEE**  
**Friday 03 May 2019**

**CONFIRMED MINUTES**

**Present:**

Lord Clement-Jones (Chair)  
Stella Hall

Professor Colin Bailey  
Dr Darryn Mitussis

Monica Chadha  
Bushra Nasir

**In attendance:**

Kim Ansell  
Jonathan Morgan

Kerry Johnson

Dr Nadine Lewycky

**Apologies:**

None

**Welcome and apologies**

2018.008 The Chair welcomed Kim Ansell from AdvanceHE to the meeting to present the final report of the Council effectiveness review.

**Minutes of the meeting held on 11 October 2018 [GC2018/07]**

2018.009 The Committee **confirmed** the minutes of the meeting held on 11 October 2018.

**Matters Arising [GC2018/08]**

2018.010 The Committee **noted** the matters arising from the meeting held on 11 October 2018. The following points were noted in the discussion:

- [a] HR had prepared data on the engagement of external Council members with appeal panels. Going forward, an annual report would be provided to Council and the Committee to monitor engagement and to ensure that it was adding value.
- [b] The Committee agreed at its previous meeting that the Elected Staff Member (Cross-faculty) would be drawn from current Senate members in order to assist with formal reporting between Council and Senate. This role was next due to fall vacant in 2022. In the interim, Senate members would be encouraged to put themselves forward for other roles.
- [c] Dr Véronique Bouchet would finish her second term of office at the end of 2019. The skills matrix would be updated ahead of the Committee meeting in July to facilitate discussions on the priority characteristics and skills for

the vacancies Dr Bouchet's departure would create on Council, Finance Committee and Honorary Degrees and Fellowships Committee.

- [d] The gender profile of the sub-committees had improved over recent years, but there was still work to do in order to improve diversity, particularly for Finance and Investment Committee which had no BAME representation. Discussions had been held with Ade Adefulu about joining Finance and Investment Committee during his recruitment, but had not progressed since. Luke Savage's term of office as Treasurer would run until 2022 and Isabelle Jenkins had been identified as a potential successor.

*Action: Council Secretariat [c]*

### **External review of Council effectiveness [GC2018/09]**

2018.011 The Committee **considered** the final report on the external review of Council effectiveness. The following points were noted in the discussion:

- [a] Quick decisions about agreeing the recommendations were needed and a timely and structured implementation to take them forward.
- [b] The suggested priorities centred on the delivery of the new university strategy. The university's approach to strategic risk should be reviewed so that discussions at Council are consistently at a more strategic level and more holistic. Council should take more of a lead on guiding strategic risk discussions at Audit and Risk Committee and Senior Executive Team meetings.
- [c] The university should develop a clear understanding of the talent within the institution and provide Council with assurance that there is the capacity and capability to deliver the strategy. Strategic planning needed to be integrated and holistic, including estates and infrastructure, social and human capital. Comments had been received about the relatively high turnover of senior level staff and its impact on Council for understanding the performance of the institution.
- [d] Under the previous strategy, KPIs had been reported on too late for remedial action to be taken. It was recommended that Council develop milestones to understand progress on an on-going basis. Improving the systems for KPI reporting would improve reporting to Council. Internal benchmarks should be developed alongside the external ones.
- [e] The review noted that Council had a culture of transparency and openness. Council members were extremely professional, engaged and understood the agenda and papers. There had been opportunities for more open discussions on formative strategic issues.
- [f] A meeting of Governance Committee had not fallen within the timeframe of the review and therefore the work of the Committee could not be discussed in detail. There was evidence that the Committee had made a positive impact on the work of Council, particularly regarding equality, diversity and inclusion.

- [g] The Office for Students was placing greater expectations on governing bodies for overseeing academic governance. A better understanding of the student experience beyond data would improve knowledge of the key issues.
- [h] The training offered to student members of Council should be reviewed to ensure that they were supported in making vital contributions to Council and could manage conflicts of interest. The communication of Council's decisions to the student body could be improved. Managing conflicts of interest was also relevant for staff members on Council. A reminder could be made at the start of each Council meeting about the confidentiality of papers and discussions.
- [i] The Council Secretariat would create an action plan detailing timescales, deadlines and how actions would be implemented. Progress on the review would be included on the Committee agenda as a standing item.

*Action: [i] Council Secretariat*

### **Updated Charter [GC2018/10]**

2018.012 The Committee **noted** the revised university charter. The following points were noted in the discussion:

- [a] Amendments discussed at the last Committee meeting regarding membership of the Senior Executive on Council had been incorporated and the preamble had been updated. The timing of the federalisation of the University of London was not clear at present. Becoming a university would have no operational impact for Queen Mary.

### **Dates of Meetings 2018–19**

- Thursday 11 July 2019, 1330 hours in Room 1.23, Garrod Building, Whitechapel.