Queen Mary
University of London

Governance Committee Report

Outcome requested:	Council is asked: [a] to **consider** a summary of the Governance Committee meeting held on 24 April 2023; [b] to **approve** changes to Ordinance A4 on the process to identify elected members of Council.
Executive Summary:	Governance Committee considered progress on: • actions agreed in October following the governance effectiveness review; • the process to recruit a Treasurer elect;
QMUL Strategy	Effective governance supports the achievement of all strategic aims.
Internal/External regulatory/statutory reference points:	Charter and Ordinances CUC Higher Education Code of Governance OfS Regulatory Framework for Higher Education
Strategic Risks:	Reputation and compliance.
Equality Impact Assessment:	The proposed changes to the process to identify elected members of Council will broaden the pool of potential nominees and increase engagement in elections.
Subject to prior and onward consideration by:	The summary is for consideration by Council only.
Confidential paper under FOIA/DPA	No
Timing:	Regular report.
Author:	Jonathan Morgan, Chief Governance Officer and University Secretary
Date:	8 May 2023
External sponsor:	Lord Clement-Jones CBE, Chair of Council

GOVERNANCE COMMITTEE
24 April 2023

Executive Summary

1. We have appointed GatenbySanderson to support the recruitment of a Treasurer elect. The intention is to recruit an individual to serve as an external member of Council from autumn 2023, filling the vacancy that will arise after Stella Hall completes her second term in July. This will ensure that the individual is fully inducted in the University finances and the workings of Council before stepping into the Treasurer role after January 2026, when Isabelle Jenkins is due to complete her second term. Stakeholder meetings are being organised to develop the candidate brief.

2. We considered an update across the actions agreed by Council following the last governance effectiveness review. More time has been allocated in meetings to discuss academic assurance, staff engagement and workforce planning. On the action to ensure that the majority of external members is enacted in practice, we have reduced the number of regular attendees from the executive, with presenters attending as required for specific items. The two nominated executive positions on Council will be held vacant on a trial basis (reducing the overall membership from 21 to 19 and increasing the majority of external members from 57% to 63%). Council members will be asked for feedback at the end of the year through the effectiveness survey.

3. The governance effectiveness review also considered the potential misconception that elected staff members on Council perform a representative role. When we looked at what other universities do, we found that there is no predominant practice in the sector, with both selection interviews and elections being used. Elections are perceived by staff as being both transparent and fair. There is also a potential benefit, drawing on how we appoint external members, in giving staff nominees an opportunity to discuss the role with an experienced member of Council prior to the election taking place.

4. Bringing these threads together, we ask Council to approve the changes to Ordinance A4 that are set out in Annex A. The proposed process reflects the principles below. If the process is approved, we will move to fill the current vacancy for a fourth academic staff member on Council.
    *   Nominations for the four academic staff members of Council will be sought from the widest possible pool, rather than from individual faculties or the membership of Senate, to avoid the misconception that elected members perform a representative role, and to ensure that we continue to bring onto Council appropriately skilled individuals with diverse perspectives. It follows that nominations for the professional services staff member will continue to be sought from across the University.
    *   All academic and professional services staff will be invited to vote in elections for both academic and professional services staff members, to avoid the misconception that elected members perform a representative role, and to increase engagement by staff with the work of Council.
    *   All nominees will be invited to meet with an experienced member of Council ahead of the election to discuss the role and potentially how their statement might be enhanced.

5. The governance effectiveness review also reflected feedback on training and induction arrangements from Council members and co-opted members of Committees. We are grateful to members of the task and finish group that met to review this. Their report

(shared in full in Annex B) highlights the significant training and induction opportunities that are already in place, as well as some quick wins and other initiatives that we will be taking forward.

6.   Sadly this was the last meeting for two of our members. Stella Hall has served on the Committee since June 2016, and Adi Sawalha has been our student member for two years. We wish to record our thanks for their significant contributions to the work of the Committee.

8 May 2023

Annex A
Proposed amendments to Ordinance A4: The Membership of Council

Elected members of Council

4. The call for nominations and elections shall be conducted by the Secretary to Council, or nominee, and overseen by the Governance Committee.

5. ~~The four academic staff members of Council shall be elected by a ballot using a single transferable vote system. The constituencies for the election of academic staff members shall be as follows:~~
~~[a] The Faculty of Humanities and Social Sciences~~
~~[b] The Faculty of Science and Engineering~~
~~[c] The School of Medicine and Dentistry~~
~~[d] Cross-faculty~~

6. ~~All academic staff in the relevant constituencies shall be entitled to stand and to vote. Academic staff are defined in Ordinance B1. The nominees for the cross-faculty member shall be drawn from Senate but elected by all academic staff. In any category, where more than one person stands for election, the Secretary to Council, or nominee, conducts a postal or electronic ballot. Voting shall be by the single transferable vote method.~~

7. ~~The member elected from staff other than academic staff members shall be elected by a ballot using a single transferable vote system. All members of staff other than academic staff members shall be entitled to stand and to vote. Members of staff other than academic staff members are defined in Ordinance B – Staff of QMUL.~~

5. All current staff employed across the University on academic or research staff terms and conditions, apart from the President and Principal, Vice-Principals and Chief Officers, shall be entitled to stand for election as one of the four academic staff members of Council.

6. All current staff employed across the University on professional or support staff terms and conditions, apart from the President and Principal, Vice-Principals and Chief Officers, shall be entitled to stand for election as the staff member of Council who is not an academic staff member.

7. Where more than one person stands for election, the Secretary to Council, or nominee, conducts an electronic ballot. Voting shall be by the single transferable vote method. All current staff employed across the University on academic, research, professional or support staff terms and conditions shall be entitled to vote in every election.

8. Elections shall normally be held one semester prior to the end of an elected member's period of office.

9. Where a casual vacancy arises because an elected member ceases to be a member before his/her term of office expires, the member replacing him/her shall commence a new term of office of four years and be eligible for re-election in the same way as other members.

Annex B
Report of the Task and Finish Group on training and induction

1. Governance Committee is asked to **note** the actions taken in response to recommendations on induction and training in the Advance HE governance effectiveness review.

2. A task and finish group was established to review the recommendations and propose actions for enhancing the current provision in induction and training. The group comprised:

   a) Ken Batty, external Council member
   b) Stella Hall, external Council member
   c) Yang Hao, internal Council member
   d) Anne Barnard, Finance and Investment Committee co-opted member

3. The group was supported by Nadine Lewycky, Assistant Registrar (Governance) and Jane Pallant, Director of Governance and Legal Services.

4. The purpose was to develop proposals for Governance Committee on

   a)   the content and design of induction and refresher training;

   b)   mentoring and review arrangements;

   c)   topics on which external input to the training would add value;

   d)   arrangements to help co-opted committee members stay in touch;

   e)   how induction and training arrangements should be evaluated going forward.

5. The group met three times from late February to mid-April 2023. The group discussed the Advance HE recommendations, actions already in progress and suggestions for further activity; a survey for Council members on training and induction; and a draft of this paper.

6. Based on their own experiences and discussions in the group, and the results from the survey on training and induction, the group developed a series of recommendations. These have been mapped against the effectiveness review recommendations and suggestions below.

7. The survey was published to all Council and co-opted Committee members on Convene. 11 out of 24 members completed the survey, of which seven were external Council members, three were co-opted members and one was an internal Council member. A brief summary of the survey results is in the appendix.

Effectiveness review recommendations and actions

<u>Recommendation 1:</u>

A greater emphasis on legal and regulatory responsibilities of Council and members in induction, with specific attention to academic assurance.

Actions in place or in progress:

    i.   Presentations in Council meetings on the Office for Student conditions of registration and how we address these
    ii.   Mapping of the OfS conditions of registration onto the Council schedule of business to highlight areas where Council is already receiving assurance
    iii.   Where relevant, paper authors are asked to identify on the paper cover sheet the OfS condition of registration addressed in the paper
    iv.   Short introductory online video(s) on the OfS conditions of registration
    v.   Opportunity to observe a Senate meeting

Further actions:

    i.   Mapping the legal compliance areas against induction materials to ensure that all key areas of legal and regulatory compliance are covered
    ii.   Explore options for external training in academic assurance
    iii.   Develop guidance for members on how Council gains assurance in relation to academic assurance and key metrics

<u>Recommendation 2:</u>

All Council and co-opted members are provided with regular (annual) opportunities to refresh awareness of the member responsibilities, and understanding of current sector and institutional issues.

Actions in place or in progress:

    i.   The Statement of Primary Responsibilities and member role description is shared with all members at the start of each academic year
    ii.   Members are signposted to sector training in the weekly bulletin
    iii.   Members are encouraged to sign up for mailing lists covering sector issues (i.e. WonkHE and HEPI)
    iv.   Creating online training material on responsibilities that can be accessed by members in their own time
    v.   Delivering an annual refresher induction online session at the start of each academic year

Further actions:

    i.   Training and development to be included as a standing item on Council agendas
    ii.   Signpost training delivered by audit firms to all members
    iii.   Consider how presentations and training delivered in Council meetings can be effectively shared with co-opted Committee members

<u>Suggestion 1:</u>

Governance Committee to consider providing access to resources and occasional external speakers, to maintain Council's knowledge and awareness of EDI

Actions in place:

    i.   Guidance on the responsibilities of governing bodies in relation to equality and diversity is shared with members as part of their induction

Further actions:

    i.   Governance Committee to identify appropriate resources and external speakers on EDI

<u>Suggestion 2:</u>

For student members, quarterly review meetings with the Chair to support inclusion and development

Actions in place:

    i.   The Chair and Vice Chair have quarterly meetings with the QMSU sabbatical officers

Further actions:

    i.   Quarterly meetings between the Chair and Vice Chair and QMSU sabbatical officers should have a clear outline of purpose and scope

<u>Suggestion 3:</u>

An ongoing feedback process annually, involving members of Council, facilitated by the Vice Chair, to ensure the Chair's objectives respond to the priorities of the institution and Council

Actions in place:

    i.   Members have an annual one-to-one meeting with the Chair during which they are able to provide feedback

Further actions:

    i.   The Vice-Chair should facilitate feedback, including a review of Chair's objectives, in a group meeting with Council members

General training and induction

8. The group discussed their own experiences of training and induction with Queen Mary and other organisations and developed a list of quick wins that can be used to enhance the existing provision.

<u>Quick wins for induction</u>

i. Have a set list of core people for new members to meet on induction
ii. Draft a role description for Council mentors/buddies
iii. Set out training expectations at recruitment and appointment stages
iv. Curate online materials available to all members on Convene. Have contents pages or executive summaries to help members navigate the documentation.

<u>Quick wins for training</u>

v. Re-introduce informal lunches for internal members and invite the Chair and Vice-Chair to help build relationships. A short training session on a key tropic can be incorporated
vi. Build a regular training schedule comprising quarterly training sessions at the same time on the same day, and a rolling programme of campus tours. Co-opted committee members to be invited where relevant.

9. The group also suggested that training in governance be made available to the wider academic population. This would help increase awareness of Council and its responsibilities and could support internal members thinking about running for Council or pursuing other governance opportunities.

10. Actions proposed in response to the governance effectiveness review and the 'quick wins' would be taken forward by the secretariat over the summer and implemented for the start of the 2023/24 academic year.

Summary of survey results

1. Respondents said that the background reading was good or very good in terms of its content, breadth, volume, relevancy and accessibility. Induction meetings had been open and candid. The pace of induction was considered to have been well balanced.

2. Suggested additions to induction included individual meetings with QMSU sabbatical officers; information on academic assurance; a list of acronyms for the sector; and campus maps.

3. There was a preference expressed for interactive training sessions either online or in person. The majority of respondents would welcome training in academic assurance/ Office for Students; external risk / risk management; Higher Education finance; and performance monitoring and KPIs.