



Executive Management
Direct phone: +45 7218 5072
E-mail: gigr@itu.dk
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For the Members of the IT University Board

Comments on the minutes are kindly asked to be given in writing to the Journal (journalen@itu.dk) on April 28, 2014, the latest.

If no objections have been received within the deadline, the minutes will be regarded as approved. Subsequently, decisions and initiatives will be effectuated and the Publicly Available Information made public. The minutes are formally approved as the first item on the next Board meeting.

If objections of essential character are received within the deadline, the revised minutes will be sent out to the Members of the Board with a **further 8 days of deadline for objections**. If no further objections have been received within this deadline, the minutes will be made public. **In the case further objections are received within this deadline, the minutes will await approval at the next Board meeting before they are made public.**

Confidential Items are marked in grey and are only for the Board's own use. This applies to enclosures marked in grey as well.

The rest of the document and enclosures are Available Public Information.

MINUTES

Board meeting, April 11, 2014, at 14:00 – 17:00
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Present:

From the Board: Jørgen Lindegaard, Per Ladegaard, Annette Stausholm, David Jay Bolter, Maria Rørbye Rønn, Sebastian Büttrich, Thomas Hildebrandt, Mark Gray and Vytautas Davidavicius.

From the Executive Management: Mads Tofte, Jørgen Staunstrup and Georg Dam Steffensen.

From KPMG (during item 2): Charlotte Formsgaard and Peter Gath.



The minutes taker:
Gitte Gramstrup

Public items:

1. Approval of the minutes from the previous meeting (decision)

No comments to the minutes from the meeting on November 22, 2013, had been received.

Recommendation:

The Executive Management recommended that the minutes be approved.

Conclusion:

The minutes were formally approved.

2. Annual Report 2013 (decision)

During this item Charlotte Formsgaard and Peter Gath, both KPMG, participated. (This year no representatives from the National Audit (Rigsrevisionen) participated.)

Georg Dam Steffensen gave a short briefing of the main results which are very good: a lot more education, growth in income and growth in scientific staff. The result of the year is 4.4 million DKK – a little more than predicted. The equity is 18 % of the turnover and satisfies the Board's demands. All in all things are well.

Peter Gath, KPMG, thanked the parties involved, including the National Audit, for a good process and successful cooperation and gave his brief comments. If the Board approves the annual report in its present form, the auditors will deliver a clear report. In general, things are looking very well, and the auditors have given only a few remarks/comments – e.g. concerning IT security to IT Management.

The auditors have not registered any kind of fraud, and asked by Peter Gath, the Board stated not to have any knowledge of fraud.

The Chairman of the Board was very pleased with, what he called a very straight forward report, and the fact that it did not raise any new serious concerns. Also, he found it to be a good sign that the National Audit do not have any remarks.

Peter Gath noted to be aware of EU projects. The auditors have no serious remarks to this area, but would like to draw attention to the importance of staying focused on this.

The Chairman of the Board asked if the board members had any further questions. Per Ladegaard asked if the same accounting principles still are being



used, which was confirmed by Georg Dam Steffensen, who also clarified a question on EU project processes from Mark Gray.

The Chairman of the Board asked Peter Gath and Charlotte Formsgaard about the present merger between KPMG and Ernest & Young, and both confirmed that the merger does not involve a change in the auditor team taking care of the IT University of Copenhagen. The Chairman of the Board was pleased to hear this.

Recommendation:

The Executive Management recommended that the Annual Report 2013 be approved by the Board.

Conclusion:

The Annual Report 2013 (enclosure 1) and the Long-form Audit Report (enclosure 2), dated April 11, 2014, were approved and signed by the Board.

3. Fulfilment of goals and accounting figures for 2013 (discussion)

Mads Tofte referred to enclosure 4. The number of 22 PhDs (S2) is a great improvement since last year and the highest number ever. Concerning S3, we have had a strange phenomenon and are working on trying to understand the reasons for ending up with only 68 admitted students instead of 85. Asked by Jay David Bolter and Annette Stausholm, Mads Tofte informed that efforts will be made to find out why a large number of students did not show up or stopped within the first month. Maria Rørby Rønn wanted to know the expectations for next year, and Mads Tofte informed that the expected number next year is 70, increasing by 5 each of the following years.

Vytautas Davidavicius asked about the connection to this (S3) and a reduction in income from education (STÅ) made after the winter exams and thesis submissions in March, and Mads Tofte confirmed and informed that the necessary 5.2 million DKK has been found for 2014. Executive Management is examining the reasons for the STÅ reduction and will inform the Board. The Executive Management is not changing the strategy, but wants to understand what the problem is. The Budget 2014 is expected to be as approved by the Board in November 2013.

Mark Gray found the Executive Management to be on top of this serious issue and was looking forward for the Board to receive more information.

Mads Tofte gave a brief status on the rest of enclosure 4.

The Chairman of the Board agreed with the Executive Management that it is important to be cautious and look into the STÅ issue, and noted that there were no further questions.

Confidential items:

4.



5.

6.

Public items:

7. Election for the Board (decision)

The Chairman of the Board referred to the Executive Management´s comments on the agenda and the present, new rules. In view of having two external Board Members, who both want to continue for one more 4-year-long period it would – in his opinion - seem somewhat strange if the Recommendation Organ did not put these two persons on the list to the Appointment Organ.

Naturally, the new procedure must be followed and a Recommendation Organ appointed. The Employers´ Panel has appointed Kristine Stenhuus, manager of customer deliveries, Formpipe A/S, as member, and Academic Council has appointed Laura Watts, associate professor, as member of the Recommendation Organ. The Chairman of the Board stated that he found it natural for the Board to appoint an external Board Member as member and suggested Per Ladegaard.

Mark Gray stated that he disagreed to this. In his opinion all Board Members – external or internal – should be viewed as equal candidates to the Recommendation Organ. To his knowledge, this is also the case at other universities. Sebastian Büttrich agreed that it would not be awkward to have an internal Board Member in the Recommendation Organ.

There was a discussion on the issue. The Chairman of the Board stated his disagreement with Mark Gray and stucked to the opinion that the Board should appoint an external Board Member to the Recommendation Organ, when the task is to recommend candidates for external Board Members and to secure that the recommended candidates fulfil the present qualification demands according to the University Law. Besides, internal Board Members (elected students and staff representatives) are all members of the Appointment Organ, together with the rest of the Board. Mark Gray agreed that of course, at some point some members will be more experienced than others. He accepted Per Ladegaard as the Board´s representative on the Recommendation Organ, but stucked to the opinion that internal and external Board Members should be viewed as equal candidates to the Recommendation Organ.

Recommendation:

The Executive Management recommended that the Board at the meeting appoint a Recommendation Organ consisting of the Chairman of the Board, a board member XX, Kristine Stenhuus, Employers´ Panel, and Laura Watts, Academic Council.



Timetable:

28/4 – 31/5: The Recommendation Organ advertises through the IT University of Copenhagen´s internet page for proposals for candidates to be external board members. At the same time, the two re-nominated candidates are briefly introduced.

1/6 – 30/6: The Recommendation Organ forms its list of recommended candidates to the Appointment Organ and sends the list to the board´s secretary.

July – August: Summer period.

19/9: At the Board Meeting, the Appointment Organ (= the present board) appoints the two new - or re-nominated - external board members. The Recommendation Organ´s list forms part (confidential) of the material for the meeting.

Conclusion:

With the above mentioned comments, the recommendation, including timetable, was approved by the Board with Per Ladegaard as member of the Recommendation Organ together with the Chairman of the Board, Kristine Stenhuus (Employers´ Panel) and Laura Watts (Academic Council).

8. Questions regarding mail delivered briefings (briefing)

The Chairman of the Board concluded that there were no questions to the mail delivered briefings.

9. Any Other Business

Mads Tofte informed of the report from the Quality Committee and a discussion and exchanging of views followed. If the suggested "4+1" years education is approved it will mean major changes to the IT University of Copenhagen, because the university receives most of its MSc students from other universities. It means that it will be necessary to move education to bachelor level, and a huge MSc production will be lost. Another aspect is that more "singular line studies" (staying all five years of study at the same university) will be seen. Thomas Hildebrandt suggested aiming at more master students. The Quality Committee´s second report is expected in the autumn.

Mark Gray asked for a status on the § 4 company "ITU Business Development A/S", and Jørgen Staunstrup informed that some things have been taking a longer time than expected. However, it develops every day, and the company is expected to be ready soon.

The Chairman of the Board rounded the meeting by wishing all a happy Easter.



The Board will meet next time at the Board´s Strategy Seminar on May 26, 2014 (full day programme).

Respectfully submitted,

Gitte Gramstrup
Assistant to the Executive Management