

Executive Management
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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 23, at 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 6, 2017, at 14:00 – 17:00

Present:

From the Board: Maria Rørbye Rønn (Chairman), Jørgen Lindegaard, Annette Stausholm, Lars Mathiesen, David Basin, Irina Shklovski, Martin Kangas Christensen, Emma Arfelt Kock and Stig Killendahl.

From the Executive Management: Mads Tofte, Jens Chr. Godskesen and Georg Dam Steffensen.

Others: Margrethe Bergkvist, Ernst & Young (during item 1-3)

The minutes taker:
Gitte Gramstrup

Public items:

1. Welcome to Two New Elected Board Members (briefing)

The Chairman of the Board welcomed the board members and the attendants to the first board meeting of the year and gave a special welcome to the new student elected members, Emma Arfelt Kock and Stig Killendahl, who introduced themselves.

2. Approval of the Minutes from the Previous Meeting (decision)

No comments to the minutes from the meeting on November 24th, 2016, had been received.

Recommendation:

The Executive Management recommended that the minutes were approved.

Conclusion:

The minutes were formally approved.

3. ITU Annual Report 2016 (decision)

The Chairman of the Board welcomed Margrethe Bergkvist, Ernst & Young, and gave the word to Georg Dam Steffensen.

Georg Dam Steffensen referred to enclosure 1a/1b and gave a brief presentation of some of the main results and highlights of the report. Activities in 2016 were characterized by:

- an increase in the number of admitted and graduated full-time students;
- a decrease in the number of admitted and enrolled master´s/diploma students;
- a higher income than budgeted (partly caused by higher government grants due to the students´ quicker adjustment to the Progress Reform than expected);
- lower costs than budgeted (partly due to vacancies and reduced hirings among scientific staff); and
- a higher profit and equity for the year than budgeted.

The target achievement was seven (out of twelve) achieved, two partly achieved, two not achieved and one target could not be calculated. Finally, Georg Dam Steffensen thanked the auditors for good cooperation.

Margrethe Bergkvist gave regrets from Peter Gath, who was not able to attend the meeting. She informed of the reason for this year having two Long-form audit reports (one on the responsibility for the financial reporting and the objective and scope of the

audit and one in respect of the financial statements for 2016) and thanked the IT University of Copenhagen for good cooperation. She informed that the auditor´s report for 2016 has been updated in consequence of amendments to the Danish Act on Approved Auditors and Audit Firms, but the work is the same and likewise the auditor´s responsibility. Finally, she informed that the Auditor General (Rigsrevisionen) has not found need of attending the meeting and is changing its approach to a more issue-orientated one in the future.

The auditors have not registered any serious issues or kind of fraud and asked by Margrethe Bergkvist, the Board stated not to have any knowledge of fraud neither.

The Chairman of the Board concluded that the economy looks well and steady and thought of the strong equity as being a good situation for the university.

Martin Kangas Christensen and Lars Mathiesen gave pieces of concrete comments/advice to the report, and David Basin called for information on patterns. Georg Dam Steffensen informed that the IT University of Copenhagen does not have a policy to maximize the numbers of patterns and elaborated on the subject. The Chairman of the Board asked that the board be given a briefing on the subject at a future board meeting.

On inquiry from the Chairman of the Board neither Margrethe Bergkvist nor Georg Dam Steffensen saw any risks in the report, and the Chairman of the Board thanked Margrethe Bergkvist for attending.

Recommendation:

The Executive Management recommended that the Annual Report 2016 were approved by the Board.

Conclusion:

The Annual Report 2016 was unanimously approved and subsequently signed by the board members and the auditors (Ernst & Young).

4. Fulfilment of Targets and Accounting Figures for 2016 (discussion)

Mads Tofte referred to enclosure 4 and the comments on the agenda. T13 – the growth in the admission on the Study Programme Bachelor in Software Development - is a very positive development. Regarding T15 – development on admissions on Master programmes - and the two closed down Master programmes, this is always a difficult decision to make. On inquiry from the Chairman of the Board, Mads Tofte did not think it reliable to have part-time programmes in the two closed subjects and there are no current plans of new ones.

Mads Tofte rounded the item by mentioning the very positive development in external funding with more than 60 million DDK in pipeline. It is wonderful to witness all the hard work to succeed - not least seen in the light of an extremely competitive landscape.

On inquiry from Annette Stausholm, Mads Tofte informed that the granted millions not are to be spent in 2017 alone, but within the next 3-5 years.

5. Draft Bill Regarding Proposed Amendment to the Danish University Act (Better Management Conditions) (briefing)

The Chairman of the Board found this to be a very important issue for the board to discuss for universities in general.

Mads Tofte gave a brief presentation of the bill and the hearing response from Universities Denmark/Danske Universiteter. In short, the proposed amendment regards a reform of the government structure of Danish universities. It is not clear what problem the Ministry wants to solve, but evidently, they are dissatisfied with the current situation. Mads Tofte sketched the situation today with no involvement of the Minister in the process of appointing new external board member/chairman. The draft legislation will mean considerable involvement of the Ministry and the Minister, both regarding the Recommendation Body and the Appointment Body – especially the part that a representative from the Ministry should be member of the Recommendation Body and the Chairman of the Board should be appointed by the Minister. There has been a process involving Universities Denmark, which has resulted in a joined reply to the Ministry. The main points in the reply are:

- The Chairman of the Board should be chosen by the Board
- Students and employees should be represented on the Recommendation Board
- The Minister should not appoint the Chairman of the Appointment Body
- The Ministry should not be represented in the Recommendation Body

Rumours are circulating, but this is a political process and the result is not known at present.

The Chairman of the Board found securing the Board´s independence and the Danish “arm´s length principle” to be extremely important and worth standing up for. Also, the involvement of students and employees is an important Danish tradition to keep. Jørgen Lindegaard shared some personal experiences and found it very important for the universities being united in this and speaking with one voice. Mads Tofte answered questions from Emma Arfelt Kock and Annette Stausholm regarding some wording of the proposed amendment and the next step. The Ministry is working on an amendment coming into force per July 1, 2017. The Chairman of the Board rounded the discussion by stating that whatever the final construction will be, the Board most probably will need to start the heavy process of establishing a Recommendation Body and an Appointment Body before the end of this year. Finally, the Chairman of the Board expressed the hope that the Minister will listen to the joint reply from Universities Denmark. Mads Tofte agreed and promised to inform the Board of any news in the matter.

Mads Tofte sketched the proposed frame contract proposal and informed that the IT University of Copenhagen has proposed to be pilot institution in order to have new

contract signed before January 1, 2018. He and the Chairman of the Board informed of a very positive introductory meeting with the new Minister.

Confidential items:

6.

7.

Public items:

8. Presentation of Education Portfolio Report and Executive-level Employers´ Panel Report (briefing)

Mads Tofte referred to enclosure 7 and gave a brief presentation of the report on behalf of Per Kogut, Chairman of the Executive-level Employers´ Panel, who was not able to attend the meeting but sent his regards. The panel is generally happy with the study programmes, although one is pointed out as a problem spot. The panel is in favour of splitting up Software Development and is excited about the new Data Science programme. Mads Tofte answered specific questions from the board members. Especially regarding security as being a competence in demand, Annette Stausholm, Emma Arfelt Kock and David Basin agreed and gave some remarks to Mads Tofte, who agreed that this is something for the IT University of Copenhagen to work with.

The Chairman of the Board rounded the discussion by stating that it is very positive having good Employers´ Panels. She asked Executive Management to get back to the Board at a future meeting regarding the two items "Splitting up Software Development" and "Security".

9. Adjustment of Articles of Association of the IT University of Copenhagen (decision)

The Chairman of the Board informed that Mads Tofte´s fixed term contract runs out by the end of 2018 (after having being re-appointed twice, according to the rules). The IT University is one of few universities which has the limitation of fixed term contracts in the Articles of Association. She finds it important for the Board to have as much freedom as possible in the matter and referred to enclosure 8a/8b, the comments on the agenda and the recommendation of presenting this to the minister.

Recommendation:

The Chairman of the Board recommended that the recommended change of the Articles of Association of the IT University of Copenhagen were approved and subsequently sent to the minister for approval and signing.

Conclusion:

The recommendation was unanimously approved by the Board.

10. Questions regarding mail-delivered briefings (briefing)

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

11. Any Other Business

On inquiry from David Basin, Georg Dam Steffensen, supplemented by Mads Tofte, sketched the Danish rules on start-ups and the plans of ITU Business Development A/S.

Respectfully submitted,

Gitte Gramstrup
Assistant to the Executive Management